DEEP BLUE SEA

by

Duncan Kennedy and John Zinman

12/7/95

FADE IN:

EXT. MARINE LABORATORY - ABOVE WATER - NIGHT

DRIVING RAIN streaks past Xenon spotlights. The blazing white light shines down onto low CHAINLINK PERIMETER FENCES which surround numerous PENS and ENCLOSURES.

A TITLE CARD: BARREN REEF MARINE LABORATORY
60 MILES SOUTHWEST OF HAWAII

TWO SILHOUETTED FIGURES emerge from a ladderwell and out onto the FLOATING WALKWAYS leading out to the pens. One of them squints up toward the spotlights, rain running down his face.

DR. JAMES WHITLOCK. Marine Biologist in his early sixties. His face lined - etched with experience. A tense, focussed gaze. He yells over the rain.

WHITLOCK
Hell of a night.

The other man moves up alongside him - HUGHES. He's in his forties and wears a uniform of some kind beneath a slicker - circular logo on the shoulders.

HUGHES
Let's get on with it.

They move through a gate and enter a completely enclosed floating walkway - steel mesh all around them. Hughes glances nervously at the rain-pocked water around the walkway, trying to keep up with Whitlock's deliberate pace.

They come to a gate marked "EXAMINATION PEN - WARNING - TAG LOCATOR AREA." Whitlock turns back to Hughes, raising a small, handheld device - the TAG LOCATOR DEVICE. He switches it on - slowly moving colored blips appearing on the small LCD screen.

Hughes looks beyond the gate - no mesh either side of the walkway. Whitlock sees Hughes' expression.

WHITLOCK
Welcome to the petting zoo, Mr Hughes. Don't worry, this little toy here makes sure there won't be any surprises.

(CONTINUED)

CONTINUED:

He turns to the Locator screen - scanning it a moment. Then turns to the gate, punching in a security code. The gate buzzes and pops open. They step through, the gate closing behind them automatically.

They move along a walkway which zig-zags over a number of STEEL MESH TUNNELS just below the surface.

They come to another security gate and waterproof computer console - beyond is a SMALL PEN. It is bordered by a fence which juts four feet above the surface. A large mesh tunnel just below the surface is outfitted with hatches and other ACCESS PANELS.

WHITLOCK
Stay sharp.

Whitlock punches in a sequence on the dimly lit console then checks the Tag Locator again - a single red blip now moves toward the center of the screen.

HYDRAULIC RAMS echo below them - streams of fine, aerating bubbles blasting into the tunnel as a gate at the far end grinds open. A SLEEK DARK SHAPE rockets into the tunnel segment. Hughes stares down at the shape, identifiable even through the rain-pocked surface - A VERY LARGE SHARK.

Whitlock punches another key on the console and the entry gate buzzes. He pushes it open - motions with his hand to Hughes - "after you." Hughes takes a beat then moves in.

They move onto the floating walkway - the mesh tunnel at their feet. Hughes pulls down his shoulder bag, removing a pole with a syringe at its tip - a biopsy needle.

They both step down into a recess in the platform which brings the water's surface - and the top hatches of the mesh tunnel - within arm's reach. In front of them, an inch-thick Lexan window affords a view down into the tunnel.

Hughes glances down through it and his heart skips a beat - spooked by the sheer size of the now clearly visible animal. It's an eighteen foot Mako - weighing in at around two thousand pounds. A large, numbered RED TAG on its huge dorsal fin.

The shark drifts within the tunnel - its shiny black eye seems to look up at Hughes, watching every move he makes.

CONTINUED: (2)

WHITLOCK
Okay, let's do it.

Hughes leans out over the tunnel, slowly lowering the tip of the pole down toward the shark. The shark drifts downward in the tunnel, just out of reach.

WHITLOCK
Now you've lost it. You can't hesitate like that..

Whitlock glances down at the rain-slicked STATUS SCREEN beside them. It displays the dozen or so small access hatches on the tunnel. He punches a button and the access panel nearest Hughes pops open.

Hughes takes a breath. Rain pours down through his saturated hair. He glances down at his hands - they are shaking. He leans down closer - the pole continuing downward. The tip almost to the shark.

Whitlock glances down at the status screen - a red light is flashing. He frowns a little.

WHITLOCK
I'll be right back - I need to clear something on the main console.

He rises and steps up to the platform - moves out the gate to the main console. He tries entering in some commands - a flash of concern in his eyes. Rapidly growing concern.

Hughes is completely focussed on the needle point - trying to get it to the shark. In the corner of his eye, something catches his attention - the status screen. He turns slightly - all the squares representing the tunnel hatches instantaneously turn from white to red.

Hughes' eyes focus and snap-zoom in on the text below all of the red symbols: 'HATCH DE-ACTIVATED'. A micro-second later, the status screen goes dark - taking all the xenon spotlights above with it - A COMPLETE SYSTEM FAILURE. Before Hughes can react to this --

BOOM! -- The shark explodes up out of the tunnel with such force it slams Hughes back onto the walkway. The shark clears the tunnel and darts around the small, fenced-in pen - huge dorsal fin slicing through the surface.

(CONTINUED)

CONTINUED: (3)

Hughes spins back to see Whitlock on the other side of the gate - he screams above the rain.

WHITLOCK
Get out! Get out!

The shark has turned and broken the surface slightly - just its snout and eye visible. Drawing a bead on Hughes. And then it begins its run.

Hughes scrambles on the slippery fiberglass - trying to gain a foothold. He finally gets to his feet, lunging toward the gate just as the huge shark hits the floating walkway full-force.

Hughes just makes it to the next walkway as the entire ten foot section of walkway behind him shatters away under the shark's impact.

Hughes skids around - eyes scanning the dimly lit, zig-zagging walkways ahead. Only red, BATTERY OPERATED FOOTLAMPS light them now.

WHITLOCK
This way - now! Now!

Hughes glances across - Whitlock is almost to the main gate. Hughes leaps into action - running the zig-zagging path back to the gate.

The shark RAMS the walkways between Hughes and Whitlock - completely shattering more than half of their length and flipping the walkway Hughes is on - tossing him into the water.

The water glows red from the footlamps as the walkway segments dip below the surface. Hughes, panicked, scrambles back up onto the overturned walkway.

Whitlock watches this wide-eyed from behind the closed main gate. He glances out at Hughes - now only a few fractured pieces of walkway remain floating between them. Hughes is cut off.

Hughes has no choice - he takes a running leap and sails across to the next closest platform to Whitlock. He lands heavily - his shoulder and head hitting the slick platform hard. He scrambles to his feet - eyes darting all around.

CONTINUED: (4)

THE HUGE BLACK SHAPE rockets up beneath his platform. Hughes braces for the impact as the platform explodes upward out of the water almost a foot, then falls back down again. Hughes just manages to hang on.

As the shark arcs away, Hughes turns toward Whitlock - only a high chainlink fence left between him and safety. He dives for it without a second thought. He lands on the fence, fingers hooking into it.

It's then that he realizes that the lower half of his legs are in the water. He immediately begins scrambling up the fence - the rusty metal cutting into his fingers.

HUGHES
(to Whitlock)
Open the gate! Open the fucking gate!

Whitlock fumbles with the coded entry gate.

WHITLOCK
I can't! The system is dead! The gate won't open without it!

Hughes is pale white, hyperventilating - blood runs down his face and coats his hands. He tries to focus on pulling himself up the fence.

It is then that the fence suddenly SHUDDERS like it's been hit by a battering ram. Hughes loses his grip but catches himself again. Panic, fear and fatigue taking its toll.

In the water he can see the huge dark shadow circling around for another run. With his last reserves of strength he reaches up a hand, trying to continue up the fence - but it's too late --

CRUNCH! - The fence almost buckles from the impact. HUGHES IS KNOCKED OFF, PLUNGING INTO THE WATER. He disappears beneath the surface.

A LONG BEAT - Whitlock watches as the water calms again - staring into the murky water where Hughes disappeared. Just the sound of the rain on the surface.

Then the stillness is shattered - Hughes lunges up through the surface - coming right up close to Whitlock on the other side of the fence - his gut wrenching screams echoing above the pouring rain. His fingers hook into the chain link, eyes wild - a desperate clinging grip.

CONTINUED: (5)

THEN IT RISES UP BEHIND HIM --

The shark's huge jaws explode upward, its body rolling slightly - biting down with crushing force around Hughes' mid-section. His face goes slack and body completely limp as he is pulled back down into the glowing red water. It is over.

Whitlock just stares through the mesh, paralyzed by shock. The wind begins to rise into a gale - whipping the pouring rain into a frenzy which swirls about his stoic face.

WE PUSH IN on the intense red glow of the calming water - the cloud of seaspray clears slowly. Just the sound of the rain on the water surface again.

CUT TO:

EXT. TYLER'S HOUSE - OAHU - DAWN

Surf rumbles softly in the distance behind the house, backlit by the rising sun of a crystal clear sky.

JOHN TYLER comes out of the house, headed for his open Bronco jeep. Young, good looking. His look is laid back - shoulder length hair, surfing shorts - but there's a precision to his movement that suggests a man of discipline.

The jeep has a surfboard strapped to the roll-bars, but carries a "Department of Fish and Game" logo on the door.

Tyler is about to slide into the driver's seat when the phone begins to ring inside the house. He thinks about leaving it - but finds himself jogging back to a cordless phone sitting on the deck.

TYLER
Yeah?

REED (O.S.)
John. We've got a problem out at Barren Reef.

TYLER
The Marine lab? Hughes is out there - annual inspection, right?

CONTINUED:

REED
Hughes is dead. Shark attack - one of the animals at the facility.

TYLER
Jesus.

Tyler slowly opens the screen door and moves inside the house.

REED
There's more - the Coast Guard emergency crew reported that the facility's stock have escaped from their pens - some kind of system failure. There's a double boundary fence, but we've got tourist beaches less than a hundred miles from this place. I want you out there today - now.

TYLER
Shit, this was my day off. And it's supposed to rain again tomorrow.

REED
Well, get over it. Listen, you're taking an Ichthyologist with you - pick her up at the U. She just started with us about a week ago - this'll be good... get her feet wet.

TYLER
"Get her feet wet" - great.

REED
When you get to Fish and Game - pick up the SCUBA gear. You might need it.

Tyler looks down - something different in his eyes.

TYLER
(a beat - hesitant)
I don't think the tanks are topped up - I can do without it.

CONTINUED: (2)

REED
Don't you have gear of your own?

TYLER
Yeah but...
(a beat)
Yeah, I do.

REED
Bring it.

TYLER
(mind elsewhere)
Okay. I'll be right in.

Tyler hangs up - stares ahead a long beat.

TYLER
Shit.

He turns and moves down a corridor to a walk-in closet. He moves inside, flicking on the light - clearing away a pile of stored stuff: canvas car cover, rain jacket - odds and ends. He finally stands upright again - staring down.

A SCUBA TANK stands in the corner, seeing light of day for the first time in a while. A dive bag rests next to it, surrounded by blue duffel bags stencilled with the words "U.S. NAVY." A couple of crumpled uniforms rest on top.

Tyler hesitates a moment, finally grabing hold of the tank and the dive bag. Begins to haul them out the door. As he turns into the corridor, he stops dead in his tracks - staring at a wall of framed photos. One in particular.

THE PHOTO shows Tyler and another young man perhaps four years younger than him - both in Naval frogman's wetsuits and buzz-cuts, mugging for the camera. They are flanked either side by an older couple - their obviously proud Mom and Dad.

He stares at the photo for a long beat, taking in a long breath. He turns away and heads down the hall.

CUT TO:

EXT. OAHU COASTAL ROAD - TYLER'S TRUCK - DAY

Tyler cruises along in his open Bronco. He's now wearing a pressed Fish and Game uniform. He pulls up to a red

CONTINUED:

light, looks out at the beach, squinting into the sun. A smile comes to his face - watching a group of children splashing in the shallow breakers.

The light changes and he pulls the Bronco into --

EXT. U. OF HAWAII, OAHU - OCEANOGRAPHIC INSTITUTE - DAY

He parks in front of the simple, low-slung facility and leaps out. He moves around the building to the Institute's EXAMINATION POOL AREA - Sea World for academics.

Tyler moves towards one of the many small pools. A "class" is in session - students gathered around the pool listening to their professor.

Tyler moves closer and sees their professor. She's young, attractive - and in the pool. This is AMY McALISTER... and now Tyler sees what is in the pool with her --

A SHARK. Well, a baby Carpet Shark, actually - three feet long and awfully cute. She's moving it around with her hand - giving her students a better view.

MC ALISTER
...now, you see the coordination of pectoral fin movement with tail thrust - this is consistent throughout the genus - from Dog Fish to Great Whites.

She strokes the back of the shark affectionately, up along its tiny dorsal fin.

MC ALISTER
Of course, this fella here doesn't have the bite of some its cousins.
(checking her watch)
Alright - that's it for this morning.

The students disperse. McAlister climbs out of the pool and begins toweling off. Tyler approaches her.

TYLER
Doctor McAlister?

CONTINUED:

MC ALISTER
I'm not a doctor yet - but I'm working on it.

TYLER
(extending his hand)
John Tyler. Fish and Game.

MC ALISTER
Oh, yeah. They told me you'd be coming. Come on. I'll change and get my things.

She turns and heads toward the facility. Tyler follows.

INT. OCEANOGRAPHIC INSTITUTE - CONTINUOUS ACTION

McAlister heads for a door at the end of the lab room.

MC ALISTER
Just give me a minute.

Tyler turns and looks around the room. The area is jammed with AQUATIC PARAPHERNALIA - specimen bottles by the dozen line the walls, charts and photos everywhere. A FIBERGLASS REPLICA of a large SHARK hangs from the ceiling.

He stops below the open jaws of the shark replica, glancing up at it - rows of TWO INCH LONG TEETH line its jaws, the OPEN MOUTH wider than a man's shoulders.

Tyler stares at it, then slowly reaches up, his finger delicately touching one of the dagger-like teeth. A voice startles him --

MC ALISTER
Carcharhinus Longimanus: Oceanic white-tip.

Tyler jumps a little, his finger slightly grazing the tooth. He turns to see McAlister, now dressed in shorts and a windbreaker, wet hair pulled back in a pony tail. He glances down at the spot of blood on his fingertip.

TYLER
Thanks. I thought it was a shark.

MC ALISTER
It is. But there are three hundred and sixty-eight species of shark.

CONTINUED:

TYLER
Interesting... and here I thought there were only two kinds of sharks - the ones that eat you and the ones that don't.

They exchange a smile.

TYLER
So, you're the new shark guy at Fish and Game.

MC ALISTER
I'm just interning. Part of my doctoral dissertation.

TYLER
An intern. I guess that makes me the boss.

MC ALISTER
I guess it does.

TYLER
(with a smile)
Well then, get your gear together. I'm parked out front. We leave in five.

As he turns to leave, McAlister glances down at the tiny bleeding cut on Tyler's finger-tip.

MC ALISTER
Ah, boss? You might want to put a band-aid on that.

TYLER
Nah... it's nothing.

MC ALISTER
Suit yourself. But you know sharks can sense a single drop of blood from ten miles.

Tyler stops - turns back. A smile spreads across McAlister's face.

MC ALISTER
Food for thought.

CONTINUED: (2)

She heads off to get her gear. Tyler watches her go.

TYLER
(to himself)
Oh, this is gonna be fun.

CUT TO:

EXT. BARREN REEF MARINE LABORATORY - AERIAL SHOT - DAY

Open ocean. Nothing on the horizon - just blue Pacific in all directions.

In the distance - RECTANGULAR SPECKS take shape on the water. As we approach, we begin to make out the shapes - a few floating platforms and lines of mesh fence just above the waterline. The site is enormous - perhaps four acres within its perimeter fence.

Below the surface, we can make out the blurred outline of the large UNDERWATER COMPLEX with PASSAGEWAYS branching off in all directions. The facility rests in the middle of a large area of light blue water - a reef with water less than forty feet deep.

CLOSER ANGLE - A float-equipped JET RANGER HELICOPTER arcs around the main floating platforms of the facility. A large corporate logo on its side, "BIO-SYS." It touches down in a whirlwind of seaspray.

WHITLOCK emerges from a short stretch of enclosed walkway and onto the exposed floating platforms.

We see him clearer now - He's in his mid-sixties - piercing eyes - long grey pony tail stretching down to his middle back. He wears a stained old button-down shirt - sleeves rolled up. He could really use a shower but obviously doesn't give a damn - this guy doesn't see civilization a whole lot.

THE HELICOPTER - blades still turning. Its side door opens and a ramp extends to the walkway. RUSSELL FRANKLIN steps out onto it. Early thirties, expensively dressed and a little too uptown for the surroundings - totally out of his element. He carries a briefcase and foldover bag. And seems extremely flustered.

Whitlock approaches coolly. SCOTT, a young technician at the facility, follows right behind him - taking Franklin's bag and briefcase. Franklin's eyes dart around at the water on either side of the floating walkway.

(CONTINUED)

CONTINUED:

FRANKLIN
They...They're loose, right?

WHITLOCK
Don't worry, not enough meat on those bones to interest them.
(a strange smile, off Franklin's reaction)
You're safe here in the main compound, Russell.

Franklin's unnerved by Whitlock, both by his presence and appearance - Whitlock knows this and enjoys it. He offers his hand and Franklin shakes - noticing the gunk caked under Whitlock's nails as well as a smell of sweat and the sea.

Whitlock opens the door into the enclosed walkway and they enter.

INT. ENCLOSED WALKWAY - CONTINUOUS

The sound of lapping water echoes through the space - sunlight beams in from skylights above. Old, faded photos of marine life line the walls either side. The whole enclosed space rocks slightly, which seems to unnerve Franklin further.

Franklin stops and turns to Scott, who walks just behind them.

FRANKLIN
Scott... would you take my bags below.

He waits a few moments until Scott moves into the ladderwell entry ahead and disappears below. He turns back to Whitlock.

FRANKLIN
What happened out here?

WHITLOCK
The gates failed. It knocked him in. It was an accident.

FRANKLIN
We can't have accidents - we can't have anything jeopardizing this
(MORE)

(CONTINUED)

CONTINUED:

FRANKLIN (cont'd)
program. This is a potential ten billion dollar payday and I'm not about to blow it now. We're too close.

WHITLOCK
Calm, Russell - calm. The project is on target.

FRANKLIN
We've got government people on the way.

WHITLOCK
I've hired a dive team to re-pen the sharks - We'll get back on track as soon as possible.

FRANKLIN
Good. Well, we have work to do - sanitize our records a little.

They head down the ladderwell.

CUT TO:

EXT. TYLER'S BOAT - OPEN OCEAN - DAY

A HIGH SHOT - Tyler's boat appears tiny against the endless expanse of open ocean as it cuts through the rolling ocean swells.

INT. TYLER'S BOAT - CONTINUOUS

Tyler steers while McAlister leans on a foldout table in the enclosed wheelhouse, examining a thick dossier on the facility. She seems a little pale - pulling a box of dramamine from her pocket and popping a couple in her mouth.

TYLER
You get seasick? You're a marine biologist. How can you get seasick?

MC ALISTER
I grew up in North Dakota, we didn't get near boats that often.

(CONTINUED)

CONTINUED:

TYLER
(to himself)
Marine biologist from North Dakota that gets sea sick. This just keeps getting better all the time.
(re: the dossier)
This laboratory - who owns it?

MC ALISTER
A Biotech corporation... BIO-SYS.

TYLER
What do they do there?

MC ALISTER
It's pretty hush-hush - corporate secretive or whatever... some kind of a breeding program. Squalicene it says here.

Tyler frowns. Like she just spoke Cantonese.

TYLER
Squalicene?

MC ALISTER
A secretion of the shark's liver. It holds incredible promise as an anti-cancer agent. It's ironic - the animal we hate the most may be the one that helps us the most.
(looking back)
There's a ton of research going on. Whoever unlocks it first is going to make a fortune. They try to increase the amount of it the shark produces through breeding programs.
(with a shrug)
Building better sharks I suppose.

TYLER
(pointing ahead)
I think this is the place.

A HUGE FLOATING SIGN looms ahead. It reads "DANGER - DO NOT APPROACH." A graphic of a shark's fin cutting through water is displayed below the text in an orange triangle.

CONTINUED: (2)

MC ALISTER
It's run by Doctor James Whitlock - one of the greats in Marine Biology - he's probably one of the reasons I wanted to become an Icthyologist.

Tyler pulls his Fish and Game badge - pins it to his cap.

TYLER
Well, start remembering the reasons you wanted to become a Fish and Game employee. This is an inspection, not a field trip. Don't say or do anything without running it by me first.

McAlister shakes her head a little, shutting her dossier and watching as the facility appears ahead.

MC ALISTER
(mock salute)
Yes sir, chief.

CUT TO:

EXT. BARREN REEF MARINE LABORATORY - DAY

Franklin moves along the floating platforms. He squints toward Tyler's boat as it pulls in. A forced calm about him now.

JANICE, a somewhat heavy-set woman in her early twenties and an assistant at the facility, takes Tyler's line as the boat pulls in. Tyler and McAlister leap onto the floating walkway as Franklin approaches.

TYLER
I'm John Tyler from Fish and Game, this is Amy McAlister, our scientific... technical...

MC ALISTER
...Staff Icthyologist.

FRANKLIN
I'm Russell Franklin, executive supervisor at BIO-SYS. We'll be more than willing to co-operate with your inspection, but as I'm sure you must realize, we must
(MORE)

(CONTINUED)

CONTINUED:

FRANKLIN (cont'd)
attend to the recapture of the sharks first. We have commissioned a dive crew that will arrive later today. I'm sure their work re-penning the animals won't take long.

TYLER
The warden who died here was from our office. We'd like to get going as soon as possible.

FRANKLIN
Of course... I understand.
(motioning toward the facility)
Please. I'm sure you're anxious to meet Dr. Whitlock.

They move toward a caged-in walkway that leads out to a small corrugated iron shack.

CUT TO:

INT. ENCLOSED FEEDING PLATFORM

A TUNA CARCASS - all two hundred pounds of it - is pushed onto the barbed point of a steel feeding pole.

Inside the shack, the stench of rotting fish is almost overwhelming. It is basically a completely enclosed, floating platform - a six foot high chain link fence divides the room in two - metal floor one side, water on the other.

Franklin leads Tyler and McAlister inside, closing the door behind them. Whitlock turns from the feeding pole assembly while SCOTT continues to attach the tuna.

FRANKLIN
This is Doctor Whitlock, head of the facility.
(to Whitlock)
Mr. Tyler and Ms. McAlister. From Fish and Game.

WHITLOCK
Welcome to Barren Reef. I'm truly sorry about your colleague. Tragic.

(CONTINUED)

CONTINUED:

TYLER
Yes it was. He was a good warden. And experienced. It was a routine inspection; paperwork - I don't understand why he was anywhere near those sharks.

Franklin takes a nervous glance at Whitlock - Whitlock doesn't look back. Eyes remain on Tyler.

WHITLOCK
He wanted to take a closer look. Against my advice. He didn't share his reasons with me, Mr. Tyler.

TYLER
Well, we're here to make sure it doesn't happen again.

WHITLOCK
Good.

He and Tyler just watch each other for a moment. Tyler doesn't like him - doesn't trust him. Just a gut feeling, nothing more. Whitlock turns back, changing the subject.

WHITLOCK
I'm trying to press on, here... the rest of my stock is loose - this is the only animal I have still penned.

McAlister glances down at the charts in Whitlock's hands.

MC ALISTER
Isurus paucus - a Long fin Mako.

She is obviously fascinated, moving up to the feeding platform.

MC ALISTER
What is the metabolic difference between it and the Oxyrinchus?

WHITLOCK
About 20%. Resulting in a 20% increase in speed. I see you know your sharks, Ms. McAlister

CONTINUED: (2)

Tyler watches this with a shake of the head - the student's in love with the professor.

SCOTT
Dr. Whitlock. Feed pole's ready.

WHITLOCK
Go ahead.

Scott extends the pole through the mesh fence and into the cloudy, shimmering water of the pool. He thrashes the pole back and forth, pieces of the carcass shaking loose in the water.

The group waits silently, everyone focussed on the hazy outline of the tuna just below the surface. Whitlock stares into the water, a rapt intensity in his eyes.

WHITLOCK
(quietly)
Come on now. Don't be shy.

They wait another couple of long, tense beats - drips of water running off the pole the only sound. The group begins to relax - it's not going to take it. Only Whitlock remains transfixed on the Tuna.

Scott stands and turns back to the group.

SCOTT
They're very sensitive to vibrations - you spooked him coming up the walkway.

FRANKLIN
(turning to Tyler)
Probably for the better. I guess we should get you...

THE PLATFORM AND SHACK SUDDENLY SHUDDERS VIOLENTLY - the whole group struggles to hold their footing. A swirl of broken water has engulfed the tuna, the pole groaning and creaking as it thrashes back and forth.

A moment later, and it is calm again. Scott rushes back to the pole and draws it back in - the end is bent downward. Everyone is shaken and a little freaked. Everyone except --

CONTINUED: (3)

WHITLOCK. Who smiles and nods slowly.

WHITLOCK
(to himself)
Wonderful.

Tyler watches Whitlock - intrigued. He turns to Franklin.

TYLER
How did you manage to keep this one contained?

WHITLOCK
(jumping in)
By the time the... attack was over, we managed to manually re-seal it in this pen.

Tyler stares at him a beat then turns toward the water. It sinks in - this is the shark that killed Hughes.

FRANKLIN
Shall we? I'll show you where you can stow your equipment overnight.

Tyler and Whitlock trade looks as they leave.

CUT TO:

EXT. MARINE LABORATORY - DAY

Tyler is unloading the boat and carries a crate toward the ladderwell. He turns as he hears a large, high-tech launch pulling up to the facility's floating walkways.

ROY CONRAD moves along the side of his boat as two of his men run lines to the walkway.

He's in his late forties - ruggedly handsome, charismatic - a take charge guy. Trim and tan - too tan. Wears a peaked cap with a jumping marlin embroidered on front and squints into the sun behind 1960's style Rayban "Sportsman"s.

He's followed by a young wildlife photographer who shadows his every move. DANNY KERNS has sort of a patronizing grin about him. Earnest, but you wouldn't count on him to back you up in a fight.

(CONTINUED)

CONTINUED:

Conrad leaps onto the walkway and glances at Tyler's boat, noting the Fish and Game logo. He moves up alongside Tyler as he enters the covered walkway leading down to the ladderwells. He motions to the uniform.

CONRAD
Our tax dollars hard at work... too many government people these days. Even here in the middle of the Pacific - can't get away from you guys.

TYLER
(a "fuck you" smile)
We do our best.

Conrad smiles and nods. They begin to move down the ladderwell into the facility.

INT. UNDERWATER FACILITY - CONTINUOUS ACTION

They reach the bottom of the steps, underwater views now visible outside of numerous windows.

CONRAD
(extending his hand)
Roy Conrad. Head of the dive team - we'll be rounding up these bad boys.

TYLER
John Tyler. Fish and Game.

CONRAD
Good to see they sent their seasoned old pro out here - in case we get into any trouble.

Kerns shakily leaps from the steps just behind them.

CONRAD
(motioning to him)
Mr.Kerns - our resident photographer of the last month. Hopes to make it big in the pages of National Geographic magazine.
(turning to Kerns)
Are we going to get you into SCUBA gear again on this trip?

CONTINUED:

KERNS
That's not funny. I almost drowned.

CONRAD
Young Mr. Tyler here is with the Fisheries Service.

KERNS
(looking at Tyler's olive uniform shirt)
You're like the dad in "Flipper", right?

Kerns chuckles at his own joke. Tyler just looks back at him, not sure whether to laugh with him or at him.

CONRAD
(serious)
I've been hired to do a job. What exactly is your... "function" here?

TYLER
I'm here to figure out why you have a job to do in the first place.

CONRAD
(almost a threat)
Well, I'll tell you what. You stay out of my way and let me do my job - and I'll clear out and let you get on with yours.

Tyler watches as Conrad and Kerns move off. This guy really rubs him the wrong way.

TYLER
Thanks...
(when he's out of hearing range)
... and screw you, too.

Tyler glances around at the underwater views out the windows - he seems a little ill-at-ease.

MC ALISTER
Take that for you?

Tyler turns to her, startled.

CONTINUED: (2)

TYLER
You gotta stop doing that.

MC ALISTER
You okay?

TYLER
Yeah...just a little closed-in down here. I'll finish unloading the boat.

He starts up the ladder.

MC ALISTER
They're gonna start the walk-through pretty soon...

He's already to the top of the ladderwell - he calls back.

TYLER
I'll be there.

MC ALISTER
(a bit puzzled)
Okay.

She heads off down the corridor.

CUT TO:

INT. UNDERWATER FACILITY - PASSAGEWAY - DAY

Murky green water shimmers through the large skylights above.

Tyler, McAlister, Conrad, Kerns and Franklin move through the long concrete and plexiglas passageway. Franklin heads the group, pointing out rooms and services as they pass. Conrad glances up from the blueprint he examines and takes a glance at McAlister.

CONRAD
So you actually <u>study</u> sharks, Ms. McAlister?

MC ALISTER
It's my area of specialty, yes. They're a truly fascinating animal.

CONTINUED:

KERNS
Otherwise known as "killing machines," right?

MC ALISTER
It's just an animal trying to survive. Nothing more. More people are killed by lightning every year than by sharks.

CONRAD
(with a smile)
Tell that to the thirty poor bastards who are torn to pieces every year.
(returning to his blueprint)
I'll take the lightning strike, thanks.

They move through an equipment room. A couple of one man SUBMARINER VEHICLES sit in one corner along with tanks and other equipment. Kerns immediately moves to an adjoining room, camera raised.

KERNS
Wow.

The group follows him into the room - A SECTION OF WALKWAY AND FENCING rests against the wall, torn and mangled. McAlister looks across at Tyler, who stares down at the wreckage.

Dried blood cakes one of the mangled platform sections. There is a LONG SILENCE - everyone unnerved by the sight. Kerns snaps a photo of the carnage. Conrad turns to him.

CONRAD
Show some respect for the dead, Mr. Kerns.

FRANKLIN
I think we should move on.

Conrad turns to McAlister, motioning to the mangled fencing.

CONRAD
"Truly fascinating."
(to Franklin, impatient)
(MORE)

(CONTINUED)

CONTINUED: (2)

CONRAD (cont'd)
Let's get this show on the road.

As they move out of the room, Tyler pauses - giving the fencing another look as he leaves.

CUT TO:

INT. UNDERWATER FACILITY - OPERATIONS CENTER - DAY

A VIDEO SCREEN displays a computer generated, three dimensional rotating view of the entire marine laboratory.

The room is dark - A group is assembled in front of a wall-mounted, 6' by 4' video screen. Conrad and three of his dive team sit up front - being given the computer simulated tour of the facility by Whitlock and Franklin.

Tyler and McAlister stand at the back of the room - the cheap seats.

FRANKLIN
The facility dates back to 1970 and covers four-point-two acres of a reef system which varies in depth from twenty-seven feet to forty-two feet.

The simulation swoops down into the facility, plunging below the computer-generated waterline - pens move past the viewpoint. Franklin motions with a laser pointer.

FRANKLIN
There are fifty holding pens total, but only thirty of these have been modernized to hold the thirty-two Mako sharks at the facility.

CONRAD
What is the average size of these animals?

Whitlock rises and takes Franklin's place in the dim glow beside the video wallscreen.

WHITLOCK
Fourteen feet. Smallest is ten feet. The largest, Red Tag, is eighteen feet. Lights please, Mr.Franklin.

(CONTINUED)

CONTINUED:

The lights fade up. Conrad confers with one of his men.

CONRAD
So I'm going to have to supply my own power out there. For the gates.

FRANKLIN
Yes. We experienced a system-wide failure. We hope to have the power back up as soon as we find the glitch in the program that caused it to crash. The main compound waters are secure. The problem is the outer paddocks - where the pens are.

TYLER - looks up from a blueprint of his own.

TYLER
I'm not clear on something.

All eyes turn back to Tyler.

TYLER
When the system failed, the locks on all the pen's gates opened, freeing the animals, right?

FRANKLIN
That's right.

TYLER
But the fence leading to the observation pen walkways - you said that fence was <u>locked</u> as a result of the failure. And Hughes couldn't get out.

Franklin stares back. He doesn't like where this is leading.

WHITLOCK
The whole system is computerized - why and in what ways it failed is really beyond my circle of expertise. But I promise you every effort will be made to find out and to correct it.

CONTINUED: (2)

Tyler watches Whitlock - analyzing. After a short beat he leans back against the wall.

TYLER
Hey, just a question.

Conrad shifts in his chair in frustration.

CONRAD
Listen, Ranger Rick. My dive team goes in for the re-capture in twelve hours. Can we get back on paved road here?

FRANKLIN
Mr. Conrad and his crew are diving first light tomorrow - the sooner the sharks are restored to their pens the more secure the facility will be for your investigation.

WHITLOCK
Do you have any more questions that require our immediate attention, Mr. Tyler?

TYLER
No. Please... carry on.

McAlister looks over at him - a questioning glance as Franklin continues on with the briefing.

CUT TO:

INT. TYLER'S BOAT - MAIN CABIN - SUNSET

Golden light spills in through the windows. Tyler sits, legs up on a small table - blueprints of the facility spread on the table before him. He's abandoned his work, leaning back, drinking a beer - letting a shaft of sunlight warm his face.

He turns as the boat rocks and he hears footsteps above.

MC ALISTER
Hey.

McAlister moves down the ladder-step into the cabin. She takes a seat opposite Tyler.

(CONTINUED)

CONTINUED:

MC ALISTER
So, what was that all about down there?

TYLER
(mulling it over)
I don't know...

MC ALISTER
What are you thinking? You've been on Whitlock's case since we got here.

TYLER
I'm thinking there's something wrong with their story. And I'm thinking these guys aren't telling me...us... the truth - not all of it anyway.

MC ALISTER
Dr. Whitlock is one of the most respected Marine biologists in the country. Maybe the world. Why would he lie to you?

TYLER
Same reason as anyone else - to hide something.

MC ALISTER
Come on. Are you always this paranoid?

TYLER
Yeah, I probably am.
(a beat - serious)
But I keep thinking why... why was Hughes out on that walkway at night - in the rain. It doesn't make sense... unless there was something not right here.

MC ALISTER
(a little angry)
I think you should give Whitlock the benefit of the doubt. I think he deserves it.

CONTINUED: (2)

TYLER
Look, I know you think a lot of him... or what he was. To me, he just seems like he's been out here too long - seems to relate better to the animals than the people.

MC ALISTER
I have to go. I'm meeting Dr. Whitlock down in his lab to go over his research data. This is a valuable opportunity for me - I intend to make good use of it.
(sarcastic)
I'll keep my eyes open for anything suspicious.

Tyler stares back at her - he really struck a chord.

TYLER
Hey, I'm sorry.
(change of subject)
There's bedding and pillows in the forward hold. You can have the V-berth up front. I'll take the pull-down.

MC ALISTER
(short)
It's your boat - you take the berth.

She heads up the ladder-step and exits. Tyler takes a long sip of beer, leans back, closes his eyes - a long slow exhale.

CUT TO:

INT. UNDERWATER FACILITY - GALLEY - NIGHT

The room has a viewing window looking out into a small pen filled with a slowly circling school of large tuna. Bright spotlights illuminate the pen, causing the tuna to glisten silver.

At the far end of the room, Conrad sits at the head of one of the tables - holding court surrounded by his dive crew and Kerns. They're all drinking beers, having a good time. The rest of the place is empty except for --

(CONTINUED)

CONTINUED:

TYLER, who sits a few tables over - finishing up an after-dinner cup of coffee. He glances over at Conrad, listening in.

CONRAD
...I got a call back in '75... there'd been two tourists taken in as many days off the Baja coast...

Kerns sits across the table from Conrad - jotting down notes as Conrad speaks.

CONRAD
When I got down there - I'd never seen so many fins in one stretch of coastline. The place was lousy with fish cannery plants - brought in the sharks for a hundred miles around. To Tigers and Makos this size, the tourists were just the appertizers. I didn't know what the hell to do. And then I got it - make an event of the thing. I called some pals, got a group of local fishermen together, and along with our boats we pulled in one hundred and fifty sharks in five days - big ones too. The mayor of Cabo threw us a beach party like nothin' you've ever seen - steamers and beer, live music, girls, tequila - you name it!
(with a sly grin)
And, of course... plenty of shark steaks.

The group laughs out loud. Conrad leans back, takes a long, satisfied pull on his beer.

KERNS
Did you catch the ones that ate the tourists? I mean like cut 'em open to see if...

Conrad glances across at Kerns as the laughter begins to subside.

CONRAD
Yes we cut 'em open, Mr. Kerns. But no, we didn't find any Bermuda shorts, if that's what you mean.

(CONTINUED)

CONTINUED: (2)

A laugh begins to spread again. Conrad waits for it to subside, then leans up uncomfortably close to Kerns.

CONRAD
(serious)
There wasn't a shark left alive within a twenty mile radius. I believe we got them.

TYLER glances back down at his coffee. He's about to stand when a voice comes from directly behind him.

WHITLOCK
A very touching story.

Tyler turns to see Whitlock standing at the coffee machine, finishing filling his cup. The group at Conrad's table turns to him.

WHITLOCK
Mr. Conrad, my first job after college was on a Long-line fishing boat off Boston. They would pull in around five hundred sharks per trip. They'd cut off the dorsal and pectoral fins and throw the shark back into the water still alive and squirming - it took too long to put them out of their misery I suppose - that hooked line just keeps coming up with the next shark. All this for shark fin soup for the Asian market.
(he walks closer)
A few years later I was doing a study of sharks in the region and I fished out a number of live sharks without any dorsal or pectoral fins. They were quite healthy - even though they had no way of stabilizing or steering. God only knows how they fed themselves. How they survived. <u>But they did</u>.

Conrad glances around at the group then up at Whitlock.

CONRAD
(a slight smirk)
What is your point?

CONTINUED: (3)

WHITLOCK
My point, Mr. Conrad...
(growing intensity)
Is that the shark is an animal worthy of your respect. An animal that never gets cancer - rarely even gets sick. An animal that has survived a hundred million years on this earth. An animal that has spent that time hunted and hated - evolving to a state that approaches biological perfection in every aspect. My point, Mr. Conrad, is that in the grand scheme of this earth's lifetime, we are about as significant to the shark as -
(motioning to the tuna out the window)
- those fish out there... Prey.

The assembled group turns to Conrad - waiting for the response. There is none.

WHITLOCK
I'll leave you to your stories.

Whitlock turns and moves out. Tyler rises from his seat and stows his food tray. He watches Whitlock as he leaves - there's more to this guy than meets the eye.

INT. UNDERWATER FACILITY - CORRIDOR - CONTINUOUS

Tyler steps out into the corridor as Janice approaches from the other direction.

JANICE
Excuse me, Mr. Franklin asked me to open up the administrative office for you. You'll find all of the facility's safety inspection and permit records on file. He thought you could start there.

TYLER
(a bit surprised)
Great. Lead the way.

They head off down the corridor.

CUT TO:

INT. UNDERWATER FACILITY - ADMINISTRATIVE OFFICE - LATER

Tyler sits alone in the small office area. Piles of folders spread out before him - safety reports, permit records... the minutia of the facility's operations. He's obviously been at it for hours - the boredom and exhaustion beginning to show.

He pushes the papers away and leans back in his chair - needs a little break. He's not going to find anything here. From his leaned back angle, his eyes have aimed higher - catching sight of a high shelf. He stares at it a beat then stands - taking a closer look.

It's a videotape rack - empty, but there are pieces of white tape on each of the slots in the rack - "OBJECTS COURSE - 3/15"; "SHAPES COURSE - 6/29" etc.

TYLER
Objects course?

He turns to the VCR/TV unit just below the shelf and sees it -- The VCR display indicates that a tape is still in the machine. He pushes eject - a tape pops out with the handwritten label "SHAPES COURSE - 10/17" on it. Tyler turns on the TV - pops the tape back in, pushes 'PLAY.'

Tyler watches the screen in stunned amazement.

CUT TO:

INT. TYLER'S BOAT - NIGHT

McAlister is asleep in the pull-down berth. Tyler gently nudges her awake.

TYLER
Amy, wake up.

MC ALISTER
What?.. what time is it?

TYLER
Just come on. You just gotta take a look - I don't know what the hell to make of it.

McAlister swings her legs out of the berth.

CONTINUED:

MC ALISTER
Okay...okay. Give me a minute, will you?

CUT TO:

INT. UNDERWATER FACILITY - ADMINISTRATIVE OFFICE

Tyler flicks on the TV and pushes play. Static rolls brightly across the screen. McAlister squints and rubs the sleep from her eyes then looks up at the VIDEO MONITOR.

Static rolls for a moment more then - footage of a large work pen at the facility begins to play. Whitlock, dressed in a wetsuit and in a boat, is supervising some rather strange experimentation.

It appears as if he is conducting shape differentiation tests on dolphins. Shapes are placed on gates in a MESH TUNNEL MAZE - following the correct shape leads to a food reward. But the animals in the tests are not mammals - they are sharks.

TYLER
What is it? What's he doing with these things?

McAlister is speechless - wide awake now - watching the screen with a stunned gaze.

MC ALISTER
I don't know... I honestly... This is incredible.

She scans forward to some underwater footage taken from behind a mesh fence of a shark bumping a series of differently shaped pads placed at the end of poles.

Another swims around a series of complex barriers and pushes open a gate to get to a fish reward. McAlister freeze-frames the tape and stares at the image, stunned.

MC ALISTER
Shit.

Behind them, there is a brief knock at the door and Janice enters.

(CONTINUED)

CONTINUED:

JANICE
I'm sorry, but I've got to shut down the offices for the night. You can...
(seeing the video)
I don't think you're supposed to...

MC ALISTER
(to Janice, excited)
How long have you worked here?

JANICE
About four years.

MC ALISTER
Have you seen any of this testing - first hand?

JANICE
Some. Dr. Whitlock is pretty... private. He likes to work alone with them. Wouldn't even let us out there sometimes.

MC ALISTER
These sharks. They seem... I'm not sure how to put it scientifically, but... smart. An increase in cognitive abilities - problem solving skills. Their behavior patterns are truly incredible. I've never seen anything even remotely like it.

JANICE
I don't know much about it.

TYLER
What have you actually seen?

Janice takes a long moment. She seems unsettled, just wants to leave. But decides not to. She stares at the footage, considering what she is about to say. Looks back at the slightly open door. Goes over and closes it.

JANICE
I don't know... I mean, something's wrong here - this is the second attack in two years. I knew the research assistant that was... killed. Carlos. He was a friend.

(CONTINUED)

CONTINUED: (2)

McAlister and Tyler exchange a glance.

TYLER
I remember that investigation - they ruled it an accident.

JANICE
We were feeding a few of the sharks that had been brought in from the outer paddocks. Two of the sharks had seemed sick the whole day - they wouldn't eat. Well there's a work platform in that pen that Dr.Whitlock told us to never use - we weren't supposed to ever get on the other side of the fence and...

Janice stops a moment, biting her lip.

JANICE
I'd gone back in the boat to get some more meat. While I was gone Carlos climbed over the fence and onto the platform. He had a test kit, he wanted to see what was wrong with them. Well one of them swam by and knocked him in as I got there. They didn't seem sick... any more.
(tears brim in her eyes)
They were so fast. I couldn't do anything. The water was so red... they took it in turns to make runs at him, like they were playing with him... When they finally arrived with the boat... they had finished him.

Janice glances down at the video image of Whitlock.

JANICE
He said it was Carlos' fault - he got over the fence. Like you said - an accident. But I saw them... I saw them. It was like they knew we'd come closer if they acted that way... They're killers as far as I'm concerned. Whatever he did to them... messed with something.
(MORE)

(CONTINUED)

CONTINUED: (3)

JANICE (cont'd)
(angry, bitter)
There's nothing incredible about them. They should all be destroyed.

TYLER
This place is supposed to be some sort of breeding and test site for Squalicene research. For pharmaceuticals. That's the purpose of this place. Right?

JANICE
Maybe that's how it started.
(after a beat)
I have to finish up some things. Close the door when you leave.

Janice leaves the room, leaving McAlister and Tyler alone with the video footage. They glance back at the screen, rolling the tape again.

A shark identifies the correct square marker then savagely lashes out at it, shaking it from side to side. It seems to lose control, body writhing in a brutal, powerful frenzy. Whitlock takes a step back to evade the spray from its tail.

MC ALISTER
(to herself)
What have you done to these things.

McAlister stares at the image of Whitlock, freezing it. She turns back to Tyler.

MC ALISTER
Okay, so he's beyond the benefit of the doubt. He's hiding something.
(after a beat)
I need to biopsy Red Tag. If I can examine a tissue sample, I can might be able to figure out what they're doing to these things.

TYLER
It's late - let's do it first light tomorrow.

(CONTINUED)

CONTINUED: (4)

MC ALISTER
They won't let us. I need special permits to biopsy an animal - that'll take days. Conrad's men go in the water in eight hours.

TYLER
Okay. I've got spotlights on the boat, we can...

MC ALISTER
I need to <u>see</u> it...we have to go SCUBA. Use a biopsy speargun.

TYLER
(awkward)
We're not going SCUBA. We're taking the boat.

MC ALISTER
The pen's within the main compound - what's the problem...
(a beat)
I'm going with or without you. I only need your gear.

Tyler just stares back for a beat - he doesn't want to do this.

TYLER
Okay. We go SCUBA.

CUT TO:

INT. UNDERWATER FACILITY - WET ENTRY ROOM - NIGHT

Tyler and McAlister suit up in neoprene dive suits next to the WET ENTRY [a large square 'hole' on the floor which leads out into the water].

McAlister notices the poor condition of Tyler's gear. It appears as if it hasn't been used in a long time. She blasts some air out of the regulator.

MC ALISTER
Jeez, when was the last time you went diving?

(CONTINUED)

CONTINUED:

TYLER
Few years.

MC ALISTER
Looks like a few dozen.

McAlister looks down at a small, faded sticker on Tyler's tank which reads "U.S. NAVY DIVER." "TYLER" in faded paint stencilled on its side.

MC ALISTER
So you haven't been policing undersize fish catches all your adult life?

Tyler glances down at the sticker, deflects the question.

TYLER
No, not all of it...

McAlister sees this as a sensitive subject, not pursuing it any further. She picks up the small, low power speargun with a snub-nosed biopsy shaft. They both move to the edge of the wet entry.

TYLER
Just stay away from the fences and stick close, alright?
(a beat)
Ready?

MC ALISTER
Let's go.

They both switch on their powerful flashlights and arc backwards into the water.

CUT TO:

EXT. UNDERWATER FACILITY - UNDERWATER - NIGHT

Tyler and McAlister swim slowly toward a large pen. The water around them is like ink - only their flashlight beams pierce the darkness ahead of them.

They approach the pen and peer through the fence - flashlight beams cutting into the black. The water is so cloudy that they can only see about fifteen feet. Tyler turns to McAlister, shaking his head. He wants to turn back - the visibility is too low.

(CONTINUED)

CONTINUED:

McAlister moves on - toward a MESH SERVICE TUNNEL - a tunnel running just below the floating walkway which extends into the pen.

Tyler reluctantly follows. He glances at the rusted chain link which sides the tunnel. He's getting really nervous now, and it's showing.

McAlister opens the Service Tunnel's entry gate and begins moving into the shaft. She stops suddenly as she sees a ghost-like silhouette appear on the other side of the chain-link then disappear back into the murk.

As she moves on again something pulls her back, startling her -- TYLER is pissed. He's just behind her in the chain-link tunnel. He points back the way they came - he wants to go back now.

McAlister shakes her head, indicates she saw something. She turns and continues on. They are now totally within the large pen, protected only by the mesh tunnel which crosses through it.

As Tyler moves forward, his tank unit snags on the mesh. He struggles with it, pulling himself free. There's a frightened look to his eyes now - his breathing fast and shallow.

McAlister stops up ahead - THE SILHOUETTE appears again but this time IT KEEPS COMING. She watches wide-eyed as -

THE HUGE SHARK emerges from the darkness into the flashlight beam and slowly passes right over her. It's the shark with the red tag on its fin - RED TAG. The one that killed Hughes.

It rolls slightly, seeming to watch her as it glides by. An awesome, frightening sight this close - so much so that she forgets to raise her biopsy speargun. She turns, trying to follow its movement, but it's disappeared again.

Tyler arrives behind her. She turns toward him, excitedly nodding. Tyler looks past her, seeing a trace of movement behind her at the very edge of the beam of light. A questioning look crosses his face - and then he sees it. And his eyes go wide.

McAlister is about to turn back when Tyler suddenly grabs her by the buoyancy vest, jerking her backward in a powerful movement.

CONTINUED: (2)

THE SHARK rams the rusted mesh where McAlister was like a freight train - CRUSHING the tunnel inward, almost punching right through the mesh.

McAlister screams into her mouthpiece. Full-on panic. Tyler pushes McAlister back through the tunnel, back the way they came. Adrenalin bursting from their veins, kicking as hard as they can.

Tyler is four feet behind McAlister - wanting to go faster, held back by her pace. He glimpses back with his flashlight, nothing visible. Just as he turns forward again --

CRUNCH! - the whole tunnel shudders violently as the huge shark hits again, this time PENETRATING THE MESH. Right between Tyler and McAlister. Tyler slams on the brakes - He would have run into its open jaws.

Unable to move any further forward, the shark shakes free. Seizing the opportunity, Tyler lunges forward, McAlister just ahead of him. They make the last ten feet of the tunnel and safely pass out of the pen and to the other side of the fence - slamming the gate behind them.

They swim straight back toward the facility's wet entry port.

INT. UNDERWATER FACILITY - WET ENTRY ROOM

Tyler and McAlister break the surface, pulling out their mouthpieces, gasping for breath. They pull themselves out of the water, collapsing onto the side of the wet entry. They just look at each other, catching their breath.

MC ALISTER
(totally spooked)
Thanks. I...owe you one.

TYLER
I'll make... a note of it.

MC ALISTER
Whatever Whitlock's doing here, it hasn't just made them smarter... it's given them a serious attitude problem to go along with it.

Tyler stares ahead for a beat.

CONTINUED:

TYLER
Sorry about that out there. I lost it.

MC ALISTER
Well you found it again fast enough to save me from being bitten in two.
(a pause)
You know, for a Navy diver, you don't seem to like it much in that wetsuit.

Tyler looks away, beginning to pull off his gear.

TYLER
I'm not a Navy diver.

McAlister watches him a moment - there is something going on here, but she decides not to continue. She moves to the equipment rack and looks down - she frowns.

MC ALISTER
The videotape. Didn't you leave it here with your jacket and gear?

Tyler turns back - picks up his jacket - glancing around the area. It's not there.

TYLER
Yeah... I did. It's gotta be here. Unless...

He looks across at McAlister.

MC ALISTER
Shit.

TYLER
We need to have a little discussion with them. Right now.

CUT TO:

INT. FACILITY CREW QUARTERS AREA - CORRIDOR - NIGHT

Franklin and Whitlock move along the corridor. Franklin is fully dressed and wide awake - Whitlock is in his dressing gown, still wiping the sleep from his eyes.

CONTINUED:

TYLER AND MCALISTER appear down the corridor - walking at a fast clip toward them. They do not look pleased.

MC ALISTER
What did you do with the videotape, Franklin...

TYLER
You had no right to search my things!

FRANKLIN
You had no right to go through that tape. It is the property of...

MC ALISTER
(to Whitlock)
What kind of research are you doing here? The things I saw on that tape I've never seen before - those animals display cognitive...

WHITLOCK
(condescending)
Ms. McAlister, I realize that you're just a student. If you had more experience you'd know that behavioral by-products are a fact of life in animal research.

McAlister is stung by this.

FRANKLIN
We are seeking compounds that may have profound medical and pharmaceutical benefits through a selective breeding program, nothing more.

MC ALISTER
Oh, no...there's more going on here than that.
(to Whitlock)
Far more.

TYLER
I'm shutting you down.

Whitlock just stares back, emotionless.

CONTINUED: (2)

FRANKLIN
On what grounds?

TYLER
Suspicion of permit violations.

FRANKLIN
That's nonsense... a groundless charge! I could contact our company's legal counsel and have a court order superceding your authority in twenty-four hours. I don't think I need to remind you...
(a beat)
...that you no longer have any evidence - of anything.

Tyler stares at him, beginning to see the picture. Franklin smirks back - the corporate smile: he's won.

TYLER
And I suppose by the time I get the paperwork together to go ahead with a full scale investigation, you'd make sure that everything looked squeaky-clean around here.

FRANKLIN
BIO-SYS has nothing to hide. We welcome all inquiries.
(turning to leave)
Now, it's late... if you'll excuse us.

TYLER
(intense, this guy makes him sick)
I <u>will</u> shut you down. As soon as those animals are re-penned, <u>they're mine</u>. I'll worry about making it stick later.

Tyler and McAlister turn and head back the way they came. Franklin turns to Whitlock - finally hitting his stride and proud of it.

CUT TO:

INT. UNDERWATER FACILITY - CORRIDOR

Tyler and McAlister move through the facility.

TYLER
They're gonna bury everything.

MC ALISTER
Can't you do something - subpoena his research data base? It's the only way we're going to know what's really going on here.

TYLER
This isn't a criminal investigation and we're not the FBI. The best we can do is shut this place down and recommend a full scale investigation.

MC ALISTER
After they've re-penned them. You saw what that thing did. If the rest of these sharks are anything like that one then Conrad and his men could be in real danger.

TYLER
We'll have to tell him what we know - that's all we can do.

MC ALISTER
And hope we can talk some sense into him.

CUT TO:

EXT. FLOATING WALKWAYS - CONRAD'S BOAT - DAWN

The rising sun just peeps over the stormy horizon - the sky above grey and rainy. Silhouetted against the intensifying yellow horizon-line, Conrad's men are a hive of activity on and around his boat.

CONRAD stands on the back of his boat - supervising the setting up of a steady stream of equipment being brought aboard. Tyler and McAlister approach, weaving their way through the tangle of men and equipment on the walkway.

CONTINUED:

CONRAD
Our government team has arrived. Here to see that we all know how to tie a seaman's slipknot?

MC ALISTER
We've had an opportunity to examine one of these animals - they pose a real danger to your team. You've got to keep your team out of the water.

CONRAD
Every shark presents a danger. It's what makes the job interesting.

MC ALISTER
I can tell you Mr. Conrad, these sharks are altered somehow - they display behavior and cognitive skills that are not consistent with any shark I have ever...

CONRAD
...read about in one of your textbooks?

He smirks up at Kerns who sits on the flybridge above, watching the proceedings. Kerns smiles back. Conrad turns back to her - the smile gone completely.

CONRAD
I've worked around sharks for nearly thirty years. How long have you read about them? Three? Four? Do you honestly expect me to take advice from you?

TYLER
(growing angry)
She's right, Conrad. And we've got a storm system on the way, your visibility's gonna be shit. Gill Net the fuckers - don't put your men in the water.

CONRAD
Gill nets are too risky. I get paid for live sharks - they're no good to me dead.

(CONTINUED)

CONTINUED: (2)

TYLER
What about your crew... how good are they gonna be to you dead?

CONRAD
Well...
(deadpan - loud)
I always need bait.

This gets a big laugh from his men - Conrad joins in. Tyler can only shake his head and move off. As the boat's engine roars to life, McAlister follows after him.

CUT TO:

INT. UNDERWATER FACILITY - WHITLOCK'S LAB - DAY

Franklin approaches a doorway with a steel nameplate next to it - "MAIN LAB: DR. JAMES WHITLOCK". He's about to knock when the daylight shining from the skylight above turns dark, a large shadow crossing over him. He slowly looks up to see --

RED TAG gliding directly above him, backlit by the sun. Its pen surrounds Whitlock's lab. It rolls slightly, looking down through the window at Franklin as it glides past.

This sends a chill through Franklin - he swallows hard and turns back to the door, knocking crisply. He waits a few beats, glances at his watch then --

FRANKLIN
Dr. Whitlock?

He waits another few beats then fumbles with some keys and opens the door.

INT. WHITLOCK'S LAB AREA - CONTINUOUS ACTION

Franklin enters and glances around - the room is empty. He's about to leave when he hears what sounds like a low voice from the adjoining room. He moves toward the connecting doorway and looks in. He's about to speak when he sees --

WHITLOCK standing at a huge observation window at one end of the room, looking out into the surrounding pen. He has one hand raised and pressed against the glass, slowly panning it across the pane as Red Tag glides past outside. Like a stable owner with his prize stallion.

(CONTINUED)

CONTINUED:

WHITLOCK
(quietly)
You're a beauty...yes you are.

The shark glides by the glass frighteningly close, its massive size dwarfing Whitlock inside. Franklin is disturbed by this strange sight, but finally works up the nerve to speak.

FRANKLIN
Doctor...

Whitlock turns back to him, lowering his hand calmly. His firm, intense gaze focussed directly at Franklin.

WHITLOCK
Yes, Mr. Franklin?

Franklin takes a beat to collect his words.

FRANKLIN
I suggest we begin downloading your database and pull all paper files that might be damaging to the program. If there's going to be a full investigation we can't let them find anything.

Whitlock doesn't respond - just turns back to the observation window, watching the huge shark as it glides by the window. Finally --

WHITLOCK
What about the sharks? Even Ms. McAlister can see they're different. A seasoned Icthyologist would figure it out in a second.

Franklin treads carefully, not meeting Whitlock's gaze.

FRANKLIN
The animals may... need to be euthanized. With your data we can start again with new stock - we'll be back up and running in four months. It's a setback, but we'd still be in the race.

Whitlock glares at him - who knows what's going on behind those eyes.

CONTINUED: (2)

FRANKLIN
...the corporation would fund restocking. It's a small price to pay for such a huge potential payoff...

WHITLOCK
(a flash of anger)
Can't you think of anything but your fucking money?! I'm still the head of this facility and I'll decide how we proceed.

Franklin slowly glances out at Red Tag then back at Whitlock. There is something in Whitlock's eyes that has changed and Franklin notices it. Something which is beginning to concern him.

WHITLOCK
Go ahead - clean out the files.
(stares a beat)
Well hurry it up, Russell. This is for your precious BIO-SYS.

Whitlock begins moving toward the door.

FRANKLIN
Where are you going?

WHITLOCK
I have things to take care of. I'll be back soon.

Franklin watches him leave, trying to think all of this through. He gives up - there isn't time - and grabs a box of SyQuest disks and heads for Whitlock's computer.

CUT TO:

EXT. TYLER'S BOAT - DAY

Tyler sits in the stern of the boat pulling on his wetsuit. His SCUBA gear is prepped beside him. His expression is set, tense - gaze fixed out on the water.

McAlister approaches up the walkway.

MC ALISTER
What are you doing?

(CONTINUED)

CONTINUED:

He seems edgy - doesn't take his eyes from the water.

TYLER
They're gonna need every set of eyes they can get... and every spear gun.
(a beat)
You know how to drive this thing?

MC ALISTER
(a wary nod)
Yeah...

TYLER
Let's go then.

CUT TO:

EXT. CONRAD'S BOAT - OUTER PADDOCKS - DAY

Two of Conrad's men clamber down into a twelve foot Kevlar inflatable boat [a ZODIAC], taking assorted ropes and equipment down with them. One of the men wears a holstered pistol strapped to his side. Underwater welding gear is set up at the rear of the small boat.

On the back of Conrad's boat, two divers pull on SCUBA gear. Another man beside them loads 12-gauge powerhead spearguns and checks them.

Conrad maneuvers his boat to a large pen then cuts the engines. He turns, pacing back and forth - the commander.

CONRAD
These sharks are, as discussed before, a potentially dangerous kind. Therefore, time below water is to be kept to half an hour. When the pen's gate bolts have been reinforced and the pull-cable fitted, everyone is to be topside. Understood?

Everyone nods. One of the dive team, Wes, stands and turns to the crew.

WES
Okay, lets go!

(CONTINUED)

CONTINUED:

AN OUTBOARD MOTOR is pull started - The Zodiac arcs around and moves away. DIVERS dive into the water, swimming away from Conrad's boat.

Tyler's boat pulls alongside Conrad's. Tyler is now in full SCUBA gear. He calls out to Conrad.

TYLER
What frequency's your divers' radio on?

CONRAD
What the hell do think you're doing?!

TYLER
I'm going in.

Conrad just stares back - uncertain what to make of this.

TYLER
(ignoring him)
What frequency?!

CONRAD
Thirty-three KHz. But stay out of the way.

Tyler doesn't respond, he just pushes the throttle forward and pulls away.

Conrad turns to an echo sounder. He switches it on, a dull black and white sonar view of the surrounding water begins to pan by. He looks up and watches as the divers and the Zodiac move into position a hundred yards away at the gate to the large pen.

EXT. TYLER'S BOAT

Tyler adjusts his BC and moves to the side of the boat, McAlister right behind him.

TYLER
Stay sharp - if anything goes down, we have to get these guys out of the water fast.

MC ALISTER
Watch yourself down there.

CONTINUED:

Tyler just nods - arcs into the water before he has a chance to have second thoughts. McAlister moves back up to the flybridge.

EXT. EXAMINATION YARD - UNDERWATER

Bright-white light flashes in the dim blue water as a diver welds foot-long steel bolts onto the yard's enormous gate. Another diver floats just behind him, powerhead speargun at the ready, eyes scanning the murky water. Tyler swims down and past the diver, nodding to him.

Tyler continues on - setting up an imaginary perimeter around the divers. His breathing is unsteady - he's obviously nervous. He moves forward, moving along the perimeter.

His eyes start to make something out in the gloom, but it disappears. He continues to slowly scan all around.

EXT. CONRAD'S BOAT - CONTINUOUS ACTION

Conrad turns as he sees Tyler's boat motoring at a distance - McAlister at the helm. He shakes his head, returning to the wheel.

Below water, Tyler looks up as his boat motors overhead. He looks back out again, finger itching on his speargun trigger - tensely scanning the waters around for any hint of movement.

It's then that he sees THREE SHAPES. Barely within visual range - hazy, ghostly. Tyler stares hard at the objects, pulse beginning to pound - difficult to tell if it is just shifting light patterns or...

Tyler's eyes widen as one of the shapes seems to turn side-on - and his eyes lock on the familiar silhouette.

TYLER
(into com)
Shark!

He glances around - another hazy shape has appeared behind him.

TYLER
Get up! Get up! We got sharks!

(CONTINUED)

CONTINUED:

Tyler begins to back off quickly - speargun panning quickly. The divers closest to Tyler turn, adrenalin pumping.

One spins and fires his powerhead at some movement ahead of him. The man beside him seems on the verge of panic. He pans his speargun and fires wildly - the 12 gauge cartridge discharging loudly into a FENCE SUPPORT.

The segment of the chainlink fence groans and begins to fall towards the divers. They scramble to get out of the way - one of them makes it - the other is snagged beneath the fallen mesh.

The diver tries to free himself, but only manages to tangle himself further - the area is a mess of welding cables and mesh.

DIVER
(into mic)
Help me! Help!

Above water, the man at the rear of the Zodiac pull-starts the outboard motor and opens the throttle, accelerating the small boat powerfully.

Conrad runs to the side of his boat, glancing at the small Zodiac which is accelerating away from where it was sitting. A diver surfaces a hundred feet from the boat, completely panicked. One of his men, FRAZER, sprints from the cabin.

FRAZER
They say there are sharks everywhere!

CONRAD
(yelling to the diver)
Get to the boat!
(then to the Zodiac)
Pick the other man up! Move it!

McAlister guns the engine of Tyler's boat - accelerating toward the area. The radio beside her blasts with panicked voices.

CONTINUED: (2)

MC ALISTER
(into the handset)
Tyler! Where are you? Tyler!

Below water, Tyler rockets upward - the sounds of yelling voices fill his headset. He catches sight of the tangled diver - he turns back and heads toward the trapped man.

The diver is in blind panic - struggling futilely with the cables and mesh which seem to have him caged in tightly.

Tyler comes to a halt just above him and pulls at the cables frantically, his eyes almost wild - he's barely holding himself together. The trapped diver is motioning at his regulator - something's wrong with it.

Tyler shakes his head, trying to clear his mind - trying to focus. But the adrenalin bursting through his veins is too much.

The first diver arrives just above Tyler - pushes him out of the way. Reaches down, re-connecting one of the trapped man's airhoses. Pulls his knife, cutting the cables. He tears at the chainlink, finally freeing the diver - they both explode upward.

Tyler just drifts there a beat, frozen in place, breathing rapid - sweat fogging his mask. He looks upward - the surface only fifteen feet above. Its swirling patterns seeming almost abstract in their movement. He blinks, trying to clear his head. Finally, he heads upward.

Above water, the Zodiac arcs back toward the waiting divers. Wes leans over the side, pulling them into the Zodiac. The outboard is throttled and the small inflatable turns again.

On Tyler's boat, McAlister finally catches sight of Tyler as he breaks the surface. She accelerates and draws up alongside him. Tyler clambers on board, pulling off his facemask.

MC ALISTER
You okay?

Tyler doesn't answer, his eyes still wide, coughing, trying to catch his breath.

On Conrad's boat, Conrad spins the wheel, bringing the large craft around. He accelerates it powerfully, making

(CONTINUED)

CONTINUED: (3)

the fifty yards to the final diver in a few seconds. As the diver is pulled on board, Conrad sees the Zodiac accelerating toward the larger boat.

CONRAD
Bring it in! Hurry!

The Zodiac slams into the swim step and the three men scramble onboard.

Conrad is furious. He spins from his echo sounder in the cabin and steps out on the flybridge, looking down onto the back of the boat where his four men soothe their frayed nerves.

Tyler and McAlister pull up along side.

CONRAD
(to Tyler)
It was three schools of fish! You idiot!

Tyler stares back - stunned. He shakes his head, a growing mixture of confusion and anger.

TYLER
Bullshit!

CONRAD
I can read an echo sounder, it was schools of fish! Schools of fish! Someone could have been killed because of you.

This cuts through Tyler. There is a long silence between them, Tyler finally gunning his engine and peeling away.

CONRAD
(to his men)
The welding. Where are we?

WES
We're about halfway there.

Conrad's men begin to move into the boat, drying off, calming down.

CONRAD
Okay. Take a break.

(CONTINUED)

CONTINUED: (4)

Frazer moves down below, leaving Conrad alone on the flybridge. As Conrad turns to move inside, something across the stern catches his eye.

THREE LARGE, DARK SHAPES slowly move away from the area the divers were in. Two of the sharks break the surface silently, eyes skimming the surface. All three suddenly dive downward, disappearing.

Conrad stares off for a second then glances down at the back of the boat - all of his men have gone inside, nobody saw them but him. As he turns to move inside, he sees Kerns sitting on the spotter fence, looking out in the direction of the sharks. He looks back at Conrad. He saw them.

Conrad stares at him a moment then moves inside.

CUT TO:

EXT. TYLER'S BOAT - DAY

A light rain falls. Tyler sits, wetsuit top peeled down, his skin slick with rain. He stares out at the rain-pocked water - jaw shivering from the cold. Adrenalin still pumps through his system.

McAlister moves along the walkways to the boat.

MC ALISTER
What happened down there?

Tyler doesn't turn to her - doesn't want to look at her.

TYLER
Nothing... I thought I saw something...
(quiet)
...Shit.

McAlister climbs aboard and sits next to him.

MC ALISTER
What makes you so sure it wasn't what you thought it was?

TYLER
Because I shouldn't be in the water...
(pause)
(MORE)

(CONTINUED)

CONTINUED:

TYLER (cont'd)
I can't trust myself down there.

MC ALISTER
Well, I trust you.

TYLER
(frustration, anger)
That's your mistake...

He holds her gaze - calms a bit. A LONG BEAT.

TYLER
Four years ago I watched two of my men drown at 200 feet. It was routine exercise. Never should have happened.
(a beat)
I was their Lieutenant - they were my responsibility so I resigned my commission.
(pause)
One of them was my little brother.

He turns back to the water - the rain falling harder now.

There is a long SILENCE - they both just sit there getting soaked. McAlister places her hand on his shoulder - his body seems to ease at the touch.

MC ALISTER
I'm sorry.

TYLER
(still looking out at the water)
Yeah...

Another long beat. McAlister slowly pulls her hand back.

MC ALISTER
Well, whether you were right or wrong down there today, at least you seem to have scared some sense into Conrad. He's changed his plan - he's staying out of the pens - his men are doing the work within the double boundary fences. They set out a few minutes ago.

CONTINUED: (2)

Tyler just nods, lost in his thoughts. They hear someone approaching on the walkway and turn - Janice skids to a halt in front of them. She is breathing hard, obviously spooked.

JANICE
Tyler - you have to come with me - now.

Tyler and McAlister exchange a look then head off with Janice.

CUT TO:

INT. UNDERWATER FACILITY - OUTER CORRIDOR

Tyler and McAlister jog after Janice. They round a corner, revealing Scott standing at one of the corridor's portal windows, waiting for them. Janice stops at the window and points.

JANICE
Out there.

Tyler and McAlister crane their heads close to the window, peering out into the cloudy water --

It is a strange, haunting sight. A Great White shark, perhaps twelve feet in length, drifts upside down within a pen. Its gills and Caudal fin have been torn to shreds, small chunks of flesh torn from its length.

JANICE
Whitlock had it brought here a year ago for comparative Squalicene readings with the Mako population.

SCOTT
It was alive less than three hours ago.

MC ALISTER
(growing concerned)
They're hunting as a pack now.

SCOTT
They've never been in a group before...always isolated except when sick...

(CONTINUED)

CONTINUED:

JANICE
I don't know how they got to it - it's within the main compound. The gates in this area are secured. Or they were.

MC ALISTER
(turning to Tyler)
If they can get to this shark, they can get within the double boundary fence.

Tyler takes a beat.

TYLER
Conrad.

MC ALISTER
They've got to be in the water by now.

TYLER
I've got to get him on the radio! The divers are going to be sitting ducks out there.

He turns and begins to run back toward the main complex.

CUT TO:

EXT. BOUNDARY FENCE - UNDERWATER - DAY

One of Conrad's dive team moves slowly along the inner boundary fence. He peers through the fence periodically, checking the pens and enclosures on the other side.

SOMETHING MOVES ahead of him. He pans his powerhead speargun. He stares off into the water for a few moments, nothing visible.

He calms a little, returning to his work. He moves along further and sees a flash of movement again. This time he's sure of it. He scans the water. Again nothing. His finger itches on the speargun trigger.

He suddenly senses something -- BEHIND HIM.

Slowly, he turns. His eyes grow wide. He has no time to bring up his speargun as the jaws pulse open two feet in front of him - no time to do anything.

CUT TO:

INT. CONRAD'S BOAT - ABOVE WATER - DAY

Conrad stands in the wheelhouse of his boat as it is buffeted by increasing winds and drizzling rain. He speaks into the handset of his two-way radio.

CONRAD
Tyler, your concerns have been noted - we are taking...

Conrad pauses as a diver surfaces at the back of the boat and swings up onto the swimstep with Wes' help. It's Frazer. He moves straight inside to Conrad, pulling off his tank.

FRAZER
We can't find Andy. Lost visual contact about ten minutes ago.

Conrad lowers his radio handset.

CONRAD
Shit!
(to Wes)
Bring everyone in. Try to get him on the radio. Now!

INT. UNDERWATER FACILITY - OPERATIONS CENTER

Tyler and McAlister rush into the room where Janice sits at a monitor.

TYLER
One of Conrad's men is missing.

JANICE
I think I've figured it out. Perimeter gates are being opened from some remote location within the compound.
(quickly pointing)
There goes another one!

MC ALISTER
Whitlock.

TYLER
If the right sequence of gates is opened, the sharks won't just be in with Conrad's divers - they'll be on their way to Honolulu.

(CONTINUED)

CONTINUED:

MC ALISTER
He's releasing them.

TYLER
(to Janice)
You have master keys to this place?
(she nods)
We'll go room to room - we have to find Whitlock.

They hurry out the door.

EXT. MARINE LABORATORY WALKWAYS

Conrad's boat sits at the floating walkways, engine still running. Two stainless steel shark cages are being lifted hurriedly onto the deck and cables affixed.

Conrad leaps from the boat accompanied by Wes and Frazer. There is an edginess to him now, a genuine fear that something may have occurred this time. He turns back to the diver at the wheel.

CONRAD
I'm going to try to get through to the Coast Guard on the UHF phone below. Keep me informed.

The diver nods and, seeing that the cages are now aboard, guns the engine and the boat surges away from the dock with a three foot wake trailing it.

Conrad, Wes and Frazer head toward the ladderwell.

CUT TO:

INT. UNDERWATER FACILITY - CORRIDOR

Tyler, McAlister and Janice race along a corridor, coming to the double door entry to the ADMINISTRATIVE OFFICE. Janice fumbles with a ring of keys, opening the lock. They look inside - it's empty. Tyler turns to Janice.

TYLER
Where else? Where could he be accessing the gate controls?

JANICE
I don't know... maybe the main lab - his computer might link up.

(CONTINUED)

CONTINUED:

TYLER
Let's check it out.

CUT TO:

THE DOOR TO WHITLOCK'S LAB

a key in the lock as it turns. The knob turns but the door doesn't give.

JANICE
It's double locked - from the inside.

Tyler doesn't hesitate. He kicks at the lock... again and the door gives - crashing in. Tyler half falls into the room. He turns and sees a door leading to an inner room of the lab.

Tyler rushes to the door, McAlister and Janice right behind him. He swings the door open and they enter --

WHITLOCK'S INNER SANCTUM - Computer monitors, bisection charts of sharks on the walls. Shelf upon shelf of jars containing sections of preserved shark livers and a large formaldehyde tank holding a partially dissected MAKO SHARK take up the whole center area.

FRANKLIN stares back at them from the far end of the room. Half full boxes of files in front of him.

TYLER
Where's Whitlock?

FRANKLIN
You can't just barge in here.

McAlister takes in the set up - looking over the charts and preserved livers. She moves to the computer.

FRANKLIN
Those files are private property...

TYLER
It's over, Franklin. Whitlock's out there somewhere trying to release all of the sharks into the ocean.

CONTINUED: (2)

Franklin just stares, stunned.

MC ALISTER
Tyler. Take a look at this.

Tyler moves to the computer. Its screen is covered with NUMBERS - they seem to be just random lists. A computer schematic of a shark's body rotates slowly in the corner of the screen. McAlister hits a key and the screen shifts -- DNA STRANDS - each chromosome in the strands numbered.

MC ALISTER
Chromosome markers... They've been doing transgenic manipulation of the sharks out here.
(off Tyler's baffled look)
Isolating genes from different fish and smaller sharks, engineering them into a protein compound then inserting them into these test sharks. Trying to increase the Squalicene output. But there are always by-products with this kind of manipulation - here it's an increase in selected cognitive skills and enhancement of the natural ferocity of this species.

TYLER
More pissed off than usual.

MC ALISTER
(to Franklin)
He didn't let you in on that, did he?
(back to the screen)
Whitlock has engineered a new, genetically unique species of shark with mammal-like intelligence - that displays problem solving skills.

Tyler turns to Franklin - pushing him up against the file cabinet.

TYLER
Conrad's got a man missing - if he was attacked I'm considering you complicit!

(CONTINUED)

CONTINUED: (3)

FRANKLIN
I never intended... There are billions of dollars at stake - the competition was way ahead. We had to try more radical techniques. He told me this process would yield the results we needed, and fast... but I never envisioned this.

TYLER
(still right on him)
And Hughes got too close.

Franklin looks back - too afraid to say it.

FRANKLIN
...Whitlock caused the system failure. I don't even know if he was protecting the program or the sharks.

TYLER
Where could he be? We've checked everywhere in the main complex!

FRANKLIN
I don't know, maybe the observation area. There's a small control room out there...

TYLER
(to McAlister)
See if Conrad got through to the Coast Guard. I'm heading out to this observation area.

MC ALISTER
I'll meet you out there.

Tyler leads Franklin, Scott and Janice jog off in the other direction.

CUT TO:

EXT. OUTER ENCLOSURES

The sky is almost black now - rain pouring down.

One of Conrad's crew lowers a single cage over the back of the boat. The diver in it gives a thumbs up as he disappears into the water.

(CONTINUED)

CONTINUED:

The man tending the cable turns and nods to the crew member at the wheel, who throttles up the engine. The boat cruises forward.

INT. UNDERWATER FACILITY - RADIO/STORAGE ROOM - DAY

Conrad and McAlister sit at the radio console, Wes and Frazer load underwater flares into a crate behind them.

CONRAD
(into handset)
Coast Guard Oahu, Coast Guard Oahu. This is Barren Reef. Come in Coast Guard Oahu, over...

Silence. Finally a voice crackles, broken by heavy static.

COAST GUARD
Barren Reef...this...Guard Oahu...

CONRAD
We have an emergency situation. Diver is missing. Need assistance. Over...

COAST GUARD
Copy that....Reef. We are.... extreme weather conditions.... helicopter or surface craft cannot.... until approximately nineteen hundred hours. You will have to.... until then.

Conrad glances across at McAlister.

CUT TO:

EXT. OUTER ENCLOSURES - UNDERWATER

A lone diver in the cage is pulled along slowly behind Conrad's boat. He scans the area below him, searching.

Suddenly, the entire cage shudders violently. The diver spins to see a LARGE SHARK. Two feet away, on the other side of the bars - latched onto the ENTRY DOOR. It shakes the cage savagely.

The cage is suddenly jerked sideways as another shark rams the it hard from the other side. Another two sharks savagely ram and jostle the cage from below in a co-ordinated, methodical attack.

(CONTINUED)

CONTINUED:

The diver looks on in horror as the bars of the cage bend inward from the incredible force of the assault. He switches on his radio link, his eyes wide.

EXT. CONRAD'S BOAT - ABOVE WATER

Rain and wind buffet the back of the craft. The man tending the cables watches as the lines snap around wildly. A two way radio beside him booms to life --

DIVER (O.S)
Get me up! Get me up! They're all around me!

The cables scrape across the back of the boat, grinding and shredding the fiberglass and wood surface. The dive team member who steers the boat sees this and slams it into neutral. He rushes down to help.

THE CABLE WINCH whines into gear, slowly beginning to raise the cage until a cable snags on the swim step just at the waterline. The cable man eases off the winch, jumping down to free it.

As he leans down, the cable suddenly pops loose, knocking him off his feet. He lands hard at the edge of the swimstep. He attempts to lift himself but stops as he hears a loud rush of water right next to the swimstep.

Before he can roll away, a shark breaks the surface and slams into his mid-section, biting down with crushing force. The cable man screams in agony. The shark retreats back into the water with his flailing body in its mouth.

The boat's driver reaches the side of the boat in time to see an image from a nightmare - the pale outline of the cable man's body disappearing into the gloom in the mouth of a shark. He has no time to react because --

A LOUD CRUNCH shudders the rear of the boat, followed quickly by another, stronger one. The driver turns to see a large shark ram the back of the boat, clamping down on a thin fiberglass reinforcer and ripping it from the body of the boat. Another shark rips at a rod which connects the two inboard motors.

The driver is stunned, dazed - panic coursing through his veins - just has to get out of there. He turns and runs for the steering console, slipping and stumbling on the slick deck.

(CONTINUED)

CONTINUED:

He slams into the console and uses his body momentum to gun the throttle lever - all the way forward.

The boat's engine roars loudly and the entire craft lunges forward full speed, cables connected to the cage following it.

INT. UNDERWATER FACILITY - OBSERVATION AREA CORRIDOR - DAY

Tyler and the group he is with stop as the loud sound of Conrad's boat zooms overhead. They rush to one of the large plexiglas portals and look up.

The bottom side of the boat screams by, cables and lines flailing wildly. The cage, still connected to two of the cables, tumbles along ten feet below the surface.

Tyler is stunned by what he sees, uncertain what to do.

CUT TO:

EXT. MARINE LABORATORY MAIN ENTRY

Conrad's boat powers out of the enclosure areas, toward the safety of the main compound.

BELOW WATER

The shark cage tumbles over and over, out of control behind the boat. Suddenly something looms in front of it - a thick REINFORCING POST for an underwater fence.

The cage slams into the post and snags at its base, the cables fouling around the post's supports.

ABOVE WATER

The boat courses ahead, fifty feet from the safety of the main compound. The young diver at the wheel begins to show the exhilaration of a battle won.

At the back of the boat, the cables whip about ferociously and uncoil to their maximum length. THEN SNAP TAUT WITH A DEAFENING TWANG.

Conrad's boat careens off wildly to its starboard side, a huge wave of turbulence sent out from the shockwave. The boat arcs around wide at a forty-five degree angle. Completely out of control. Toward --

(CONTINUED)

CONTINUED:

THE LADDERWELL ENTRIES

At a full twenty knots the boat plows straight through two runs of floating walkway and impacts full-force into the facility's main entry.

The boat rolls slightly as it slices through the entry ladderwell junctures and drives its full eight tons into two large boat refuelling tanks. The tanks instantly rupture and explode in a massive, spiralling torrent of flame.

INT. UNDERWATER FACILITY - RADIO ROOM

Conrad and McAlister look up as the loudest, most frightening rumble shudders the walls all around them.

No one has time to react before the sound is replaced by one even more terrifying - THE UNMISTAKABLE SOUND OF MILLIONS OF GALLONS OF COURSING, GURGLING WATER.

They barely have time to stand and consider which way to run when the first, three foot high rush of seawater explodes down the passageway outside their door.

Lights go out suddenly, replaced by emergency strip lighting on the floor.

They all lunge for anything that is bolted down and brace themselves.

INT. UNDERWATER FACILITY - PASSAGEWAY

Tyler, Franklin, Janice and Scott are already running for a corner alcove when the torrent of water rushes through the passageway they are in. They dive into the alcove just as the wave of water hits.

They shield themselves against the chairs, boxes and other debris which flies by with the rushing water.

INT. RADIO ROOM

McAlister hangs onto a steel pipe as powerful, swirling water rises slowly, now approaching chest height.

Conrad braces himself on the other side of the room, half floating, half standing.

CONTINUED:

The loud rumbling of the rushing water is slowly subsiding. Conrad yells above the still-loud sounds.

CONRAD
It's slowing down!

INT. PASSAGEWAY

Tyler and Janice push a shattered wooden table out of the alcove they shelter in. The water flow has slowed now to a steady current about neck height.

Tyler turns back to Franklin and Scott who cling to handrails in the alcove.

TYLER
The pressure is equalizing. The flow is being forced down. Let's move out of here.

Tyler leads the frightened group out into the completely flooded corridor. The sound of running water echoes through the space.

The water glows an eerie yellow, lit only from below by emergency floor strip lighting. Dim daylight shows through the portals on the walls.

Janice moves to a submerged emergency cabinet, pulls out waterproof flashlights, handing one to Tyler. They move to the end of the corridor where a badly buckled-in door is jammed shut. Tyler pulls at it, but it won't budge.

TYLER
(to Scott)
Give me a hand.

Scott seems shell-shocked but tries to push the door. It definitely is not moving.

Tyler moves to a utility cabinet, opens it. Waterproof flares, a pneumatic speargun pistol with two powerheads.

He shoves the flares into his pocket, loads both powerheads and moves back to the door.

TYLER
Stand back. This thing's got a 12-gauge shotgun cartridge in it.

CONTINUED:

They move back. Tyler aims the speargun at the door next to the handle.

BOOM! - A small hole is punched through. Tyler takes in a breath and goes under - peers through the hole. After a few seconds, he resurfaces.

TYLER
No use. There's a ton of equipment piled up on the other side.

SCOTT
(growing panic)
We're...trapped in here? This place is filling up.

TYLER
We have to get out of here. Is there another way to get around to the main center?

FRANKLIN
(shock, confusion)
Ahh...yes. I'm not sure where...

TYLER
(to Janice)
Do you know the way?

JANICE
I'm pretty sure... yeah.

TYLER
Then let's do it.

Tyler leads the group into the darkness.

CUT TO:

INT. RADIO ROOM

Conrad, Wes and Frazer lead the way out into the passageway. McAlister and Kerns follow close behind. The devastation is horrifying. They are near the site of the breach - the water still rising quickly.

KERNS
(quietly)
Ohhh...we're screwed. Really screwed.

(CONTINUED)

CONTINUED:

CONRAD
The place is still filling. Just slower. We have to get up to Tyler's boat.

WES
(at a window)
Roy, you better take a look at this.

Conrad peers out and sees --

HIS POV

TWO LARGE WINDOWS on the passageway across from them have been completely smashed in. Like a large "open door" from the water outside to the flooded passageways inside.

When Conrad turns back, Kerns and McAlister are at the window - they have seen it too.

KERNS
Oh shit...

MC ALISTER
(deliberate calm)
Equipment room is just back there. We need spearguns, flare pistols... anything we can find.

CONRAD
Then we have to get to the wet-entry. We suit up and make an ascent to Tyler's boat.

MC ALISTER
Spearguns first. Kerns, you with us?

Kerns turns from the window, dazed. He slowly nods.

MC ALISTER
Okay, lets go. We don't have much time.

CUT TO:

INT. OUTER PASSAGEWAYS

The passageway Tyler and his group were just in. Quiet now, except for the running of water. Dull yellow light from the water plays on the concrete ceiling.

A FLURRY OF MOVEMENT - Just a sound, like a rush of water. Heavy ripples course the top of the water around it, then subside.

SOMETHING MOVES - beneath the surface. A large dark shadow appears on the ceiling. Bullet shaped, triangular projections. Hesitant, uncertain of the new environment. Another two shadows appear, following the first.

They are in.

CUT TO:

INT. ANOTHER LONG PASSAGEWAY

Tyler and his group struggle through the neck-deep water. It's tough going.

FRANKLIN
I've got to...rest for a minute.

TYLER
Okay. Half a minute.

The group half floats, half stands, clustering into a circle. They all turn as they hear someone just around a nearby corner.

WHITLOCK - stumbles around the corner. He has a bit of a cut across his forehead. He seems dazed.

FRANKLIN
Whitlock!

Tyler rushes at Whitlock, grabbing him.

TYLER
How many gates did you open?!

Whitlock just stares back at him.

TYLER
How close are those things to escaping?!

(CONTINUED)

CONTINUED:

WHITLOCK
This place is filling up. You're going the wrong way. Main center's back that way.

FRANKLIN
The door is blocked.

WHITLOCK
There are other doors. Franklin... you have the master key. Give it to me and we can all be out of here quickly.
(motioning at Tyler)
Go with him and you'll all drown.

Tyler releases Whitlock.

TYLER
We won't be able to get through. The place will flood in the time it takes to go back that way.

WHITLOCK
(to Franklin)
He doesn't know what he's talking about. Just give me the key.

Franklin is torn - glances at Tyler then back at Whitlock.

WHITLOCK
(a little manic)
Look. We're partners, remember?. You were going to make billions from my animals. Now give me the key!

Franklin stares back - it's becoming obvious he's with Tyler.

WHITLOCK
(losing it)
You pathetic...

He lunges across at Janice and pulls the speargun from her, points it at Tyler and Franklin. Janice screams.

WHITLOCK
I don't care which way you go, just give me the key!

(CONTINUED)

CONTINUED: (2)

TYLER
Take it easy. Take it easy. Give him the key. Put the speargun down.

Franklin hands him the key.

WHITLOCK
(to Tyler)
To answer your question...the gates? The main gate holds firm at this time. But not for long.

TYLER
You're a marine biologist - you've gotta know what these things will do to the surrounding ecosystem.

WHITLOCK
Yes. They'll dominate it. As it is their nature to do.

TYLER
They're genetically altered research animals. They should be confined and ultimately destroyed.

WHITLOCK
No. They are a new and unique species - they should flourish. And they will.

A SOUND - echoes from further down the passageway. Like splashing water. Tyler turns. Whitlock cautiously follows Tyler's eyeline.

ANOTHER SOUND - This time closer. Tyler looks down the passageway to where it ends around a corner. Just smooth, swirling reflections on the ceiling.

Suddenly the reflection changes. Rapid, irregular swirls. Then -- A SHADOW with triangular projections. Over twelve feet long.

The whole group stares, hypnotized by it. Not believing what they're seeing --

A SHARK - the top of its head and snout juts from the water. Its eye skims the surface, completely silent.

CONTINUED: (3)

SCOTT
Oh God...

Whitlock backs away from the group toward a doorway off the corridor. He tries the handle - locked. He uses the key to open it.

The whole group moves forward, rushing toward the door. Whitlock pans up the speargun.

TYLER
Whitlock, no...

Whitlock lunges through the door. He closes it behind him and relocks it. Franklin pounds on the door.

FRANKLIN
Let us in! James... Please!

BEHIND THE DOOR - Whitlock just listens to the pounding. Steels himself. He's not going to open it.

IN THE PASSAGEWAY - Tyler realizes this and looks for other options. An open metal door down the corridor. He glances back at the shark. It circles slowly. Just watching them.

TYLER
The doorway down there. Quickly and quietly.

They move forward, Tyler at the rear. The metal door - twenty feet away. The huge black shape thirty yards behind them.

The top of the shark's head slips below the surface. Its dark silhouette circles for a moment. Then with a sudden, powerful thrust it begins down the passageway.

IT'S COMING FOR THEM.

TYLER
Go! Go!

THE SHARK - Sleek, massive body moving like a bullet.

THE METAL DOOR - Franklin is first through it, shoved through by Scott. Janice stumbles but Tyler is right behind her, pulling her up and propelling her forward.

(CONTINUED)

CONTINUED: (4)

The shark is only ten feet behind them. A final burst of acceleration explodes from its tail.

Tyler makes it through the metal door and pivots back instantly, pushing it closed with everything he's got. The door is three-quarters closed when it hits. Hard.

The back of the door slams Tyler's body, driving him back a full foot. He recovers immediately, driving everything he has left into the door.

The shark comes in again, breaking the surface, lunging powerfully at the closing gap. It wedges itself into the gap, jaws open and gnashing inches from Tyler's face. Its tail thrashes around wildly, trying to move forward.

Teeth scrape the metal door near Tyler's hand as the jaws pulse closed. Four thousand pounds per square inch of force. The sound is terrifying.

Tyler is at full exertion, but makes a horrible realization: he can't hold it back. IT'S FORCING ITS WAY THROUGH.

JANICE - suddenly appears beside Tyler, bringing her heavy duty flashlight down hard on the sharks snout again and again. Incredibly, the shark retreats.

Tyler seizes the opportunity and lunges forward, pushing the flare through the door and slamming it shut.

It is suddenly silent, the only sound the water lapping against the door. Tyler stares at the sealed door a long beat, completely drained. He scans the stunned, terrified faces before him.

TYLER
Let's get moving again.

CUT TO:

INT. MAIN COMPLEX - WET-ENTRY ROOM

The room is three-quarters flooded - over six feet deep - and filling quickly. A large, wall-size viewing window looks on to a lab next door - that room is also almost completely flooded.

Wes and Frazer surface next to Conrad, McAlister and Kerns. Both are in scuba gear. They shake their heads.

(CONTINUED)

CONTINUED:

WES
There's definitely only two tanks with regs left in here.

CONRAD
Damnit. Okay. You two make the ascent and bring the launch. Then get the boat's tanks down here and we'll get everyone up.

WES
But we don't have the key for Tyler's launch. We need you to patch the wiring through. I'm not sure I can do the electrical...

CONRAD
(cutting him off)
There's nothing to it.

KERNS
(scared, to Conrad)
Why don't you go?

Conrad turns to Kerns. Not sure how to play it.

CONRAD
Because we're going to do it this way.

KERNS
How do we know they won't get into trouble with the boat? How do we know they'll make it back? You have to go.

Conrad glances around. Wes and Frazer look back.

CONRAD
(suddenly angry)
Someone has to stay down here!

He pauses a beat - trying to come up with a reason.

CONRAD
(motioning to Kerns and McAlister)
Make sure you two make it through this in one piece.

CONTINUED: (2)

MC ALISTER
We'll be okay.
(with a shrug)
You are the dive team leader. With all that experience.

Conrad is flustered now. The fear begins to read in his eyes. Masks it with an angry exhale.

CONRAD
(turning back to Wes, stern)
Look. Just cut all the wiring to the outboard and manual start it.
(then...)
I have to stay down here with them.

Wes just nods. There is an awkward beat of silence. Wes and Frazer pull on their masks again and load both spearguns..

WES
We'll be back in fifteen.

Conrad nods. The rest of the group watches as Wes and Frazer put in their mouthpieces and swim down to the wet-entry.

They pull open the cover hatch and move out into open water, closing the hatch behind them.

Awkward silence again. McAlister and Kerns stare across at Conrad. He looks away.

INT. OUTER PASSAGEWAY

Tyler leads his group along a passageway - they are all growing exhausted from the continual resistance of the neck-deep water. It is now so deep their feet can barely touch the floor. Running water echoes everywhere.

JANICE
The hatch at the top of the ladderwell is old, but it should open.

TYLER
How much further?

CONTINUED:

JANICE
About a hundred yards around this corner.

Tyler suddenly stops, raising his arm quickly to halt the others. He stares down the corridor.

HIS POV

A slight commotion in the water ahead - nobody moves. Then... The top of a fin cruises past silently at the far corner, disappearing down the cross corridor.

The group breathes a collective sigh of relief until --

ANOTHER FIN - cruises into view, but this one turns and begins to slowly proceed toward them.

Tyler motions to a short INSTEP CORRIDOR which leads to a doorway. The group quickly and silently moves into it. Tyler tries the rusted door - it's been welded shut.

He pushes Franklin and Janice against the door, furthest from the corridor. He and Scott flatten themselves to the wall either side of the small instep, just two feet in from the passageway - all they can do now is simply hope the shark will not see them.

Tyler swallows hard, trying to calm himself. He looks across at Scott. Scott looks as if he's going to explode, his body shuddering slightly. Tyler raises his hand slowly, silently in a gesture that says "take it easy."

TYLER
(barely audible)
We're going to be okay.

SOMETHING MOVES in the passageway. Tyler cranes his head slightly, trying to see.

Tyler's eyes widen suddenly. Scott notices and his entire body tenses. He looks out in the direction Tyler does, afraid of what he will see. What he sees petrifies him.

A FIN moving along the passageway toward them. So huge this close.

Tyler looks back toward Scott, shaking his head slightly - don't move, don't breathe. It's all Scott can do not to scream hysterically, but he holds on grimly.

(CONTINUED)

CONTINUED: (2)

The fin slowly cruises past the instep corridor they are in and continues on up the passageway. It is hard to tell who is more relieved - Scott or Tyler.

Tyler cranes his head around the corner slightly. And his pulse begins quickening again - the shark has slowed and turned around at something floating in the water ten feet beyond Tyler's group's hiding place.

A FLASHLIGHT bobs around in the water, beam shining downward. Tyler cringes - Scott or Janice must have left it in the confusion.

The shark continues to circle it a moment - raising its head above the waterline slightly - curious. It bumps the flashlight - the beam arcs up onto the wall.

TYLER pulls back behind the corner a little - still keeping watch. He turns to the group.

Scott is starting to crack - he's seen the shark turn back. He shifts in the water - ripples radiate out from him and into the corridor.

The shark slowly turns toward the tiny ripples, lying motionless a beat - its eye blinks once then it slips below the surface again. Tyler watches the area - a beat passes. Then --

The flashlight beam bounces around on the wall slightly. Another beat. Then it begins to move - TOWARD THE GROUP. The beam is slowly moving closer - the flashlight is being pushed and prodded toward them.

In the in-step corridor, Tyler tries to calm Scott with a look, but it's not working - Scott can see the flashlight moving toward them clearly now. He's beginning to whimper softly - body shaking visibly.

There is a sudden splash out in the corridor and the flashlight disappears completely. Scott looks out along the corridor, seeing the door at the far end - AND MAKES A BREAK FOR IT.

TYLER

Scott!

But he's already in the corridor swimming with everything he's got. He only makes it about eight feet when he suddenly lets out a deafening, blood-curdling scream.

(CONTINUED)

CONTINUED: (3)

TYLER WATCHES AS SCOTT IS LIFTED UP POWERFULLY. His body is thrashed from side to side, a cloud of dark red swirling all around him.

TYLER
No!

He lunges after him, reaching out with both hands. He gets a grip on the back of Scott's shirt but loses it immediately.

Scott suddenly surfaces. He has been released.

TYLER
(diving toward him)
Swim for it! Swim!

Scott sloshes back toward Tyler, glancing around at the red water desperately. He gets about three feet before he's hit by a force like a battering ram.

His body is thrust upward then crumples down. And begins to be rapidly dragged down the corridor.

At the last moment, his flailing hand clamps onto a passing door handle. A desperate, clinging grip. Resisting the tremendous strength pulling beneath him - his last ounces of strength being sapped quickly.

SCOTT
(barely audible)
Pl-ease...help...me...

For a moment frozen in time, Tyler stares into Scott's eyes, too far away to help him. A breathless, torturous beat. His fate sealed. Then --

His hand slips from the door handle.

He is pulled under instantly, disappearing. He is gone.

The water calms, Tyler's eyes wide with panic. Face tortured.

TYLER
No! No!

Before Tyler can process this any further, he sees TWO MORE FINS carving down the flooded passageway toward them. Attracted by the blood. Tyler spins back to Franklin and Janice.

(CONTINUED)

CONTINUED: (4)

TYLER

Come on!

They follow at a frantic, desperate pace, moving up the corridor to a cross passageway that splits off in three directions. The panicked group picks one, only to find it dead ends in a storage area.

Tyler pushes Franklin and Janice into a storage closet, barely room for two. He slams the door behind them and turns back for other options, adrenalin pumping.

One wall is lined with wide, heavy duty shelving. The top shelf is about a foot above the water. Tyler quickly pulls boxes and supplies from it. He clambers up onto the shelf, pulling himself as close to the wall as he can. Tries to bring his breathing under control. He glances at his hands. They are shaking uncontrollably.

A slight splash from the passageway just around the corner sends another pulse of adrenalin through his system. He presses his eyes closed. A silent prayer.

When he opens them again he sees a LARGE DARK SHAPE longer than twelve feet, cruising into the flooded storage area.

Tyler presses himself flatter on the shelf, glances down at the water surface - only a foot below. He suddenly notices a spiralling trail of red dots in the water that lead to directly below him. He cranes his head across to see --

A cut on his forearm, blood running from it onto the shelf and then down into the water. He is about to move his arm around when the water below the shelf swirls loudly.

Tyler's heart skips about ten beats. He watches as the shark breaks the surface slightly. Nictitating eyelid pulses over the eye and then back again. It is completely silent - circling slowly, swimming by the small trail of blood repeatedly - confused about its source.

Tyler is completely motionless on the darkened top shelf, just staring at the shiny black eye as it cruises by twelve inches below - so close he could touch its huge dorsal fin.

The shark suddenly slams into a smaller shelf opposite Tyler and shakes it violently. It is growing agitated - turning sharply and accelerating toward Tyler's shelf. It

(CONTINUED)

CONTINUED: (5)

slams into the shelf, the entire unit rocking forward, some articles spilling forth. Tyler hangs on.

It begins to make another, much faster run - but at the last moment it gives up and turns out of the area. With a powerful swish, the shark is gone, leaving only a swirling wake. Tyler exhales.

The storage closet opens slowly, Janice and Franklin looking across. Tyler nods he's okay.

TYLER
These things - they're tracking us. We have to find that ladderwell and get to the surface - fast.

Janice nods back.

CUT TO:

INT. ANOTHER PASSAGEWAY

A shaking speargun slowly protrudes out of a doorway. Whitlock moves out into the flooded hallway. It's a good foot deeper than before - he has to half walk, half swim.

He handles the speargun with nervous pans back and forth. After a beat, he steels himself with a breath. Back in control. He moves down the passageway, toward the main center.

INT. MAIN COMPLEX - WET-ENTRY

McAlister, Conrad and Kerns float in an increasingly cramped space near the ceiling of the room. There is less than a foot of air left for them to breathe - the room is almost completely flooded.

MC ALISTER
We're going to have to get out of here. We're running out of air.

CONRAD
Another five minutes.

MC ALISTER
They've been almost half an hour.

(CONTINUED)

CONTINUED:

CONRAD
We wait. We can't risk an ascent without SCUBA gear. There's too much debris to get snagged on.

KERNS
Yeah. I'm not going out there.

MC ALISTER
We need another option.

Before Conrad can respond, McAlister dives down.

Below water, McAlister swims across the room to an equipment closet next to the large plexi window. She pulls open the doors - various small pieces of equipment float inside including SELF-INFLATING LIFE JACKETS

McAlister looks at them a second but has to surface - she gasps in a fresh breath then swims down again. As she swims back toward the closet, her eyes suddenly snap toward the large window into the lab next door --

A LARGE SHARK enters the completely flooded, darkened lab from the passageway. Right up close on the other side of the glass - cruising slowly, still getting its bearings.

McAlister freezes as she sees it - an eerie sight in the dimly lit room. The place has flooded slowly so everything remains somewhat intact - it looks completely normal, other than the fact it is 100% filled with water. And that A FOURTEEN FOOT SHARK IS SWIMMING AROUND IN IT.

McAlister realizes this - and the fact that only a 1/2" piece of plexiglas is between her and the shark.

And then the shark sees her. Its circling gets a little faster, agitated. Hard to tell if it understands the concept of the clear barrier between them.

McAlister turns back toward the open closet, life jackets inside. Glances back at the shark. Then makes a break for the closet.

The shark turns quickly, accelerating its heavy, streamlined body stunningly fast. It impacts into the plexi with a deafening crack, turning back a little stunned.

(CONTINUED)

CONTINUED: (2)

Now it gets the concept of the clear barrier. It darts over to a tall, heavy steel cabinet which sits on a counter next to the window, examining it. It circles once then accelerates toward it, hitting the top of the cabinet full force.

The cabinet rocks off-balance and arcs downward, its leading edge slamming into the window like a crow-bar.

McAlister pulls the three life jackets and then kicks off from the cabinet. She glances back at the plexi as she kicks away. The first thing she notices is --

The HUGE CRACK which now snakes across the entire pane. The cabinet sits wedged against the window. The shark cautiously eyes the cabinet for another run.

McAlister breaks the surface and pushes life jackets toward Kerns and Conrad then pulls one over her own head.

MC ALISTER
(coughing out water)
Got to get out! Shark in lab...next door!

CONRAD
Wet-entry hatch!

They all take a gasp of air and dive down.

They kick frantically down to the hatch. McAlister turns back to the plexi window just as the shark slams into the cabinet again. This time the cabinet falls, sending hundreds of jagged cracks snaking throughout the pane.

McAlister turns back as they try to lift the hatch. They budge it slightly then all glide up to the surface, taking in huge gulps. They dive down again.

THE SHARK IS COMING IN FOR A RUN STRAIGHT AT THE TOTALLY FRACTURED PLEXI. The group sees this and finally lifts the hatch with a burst of almost superhuman strength. Kerns is pushed through, McAlister motioning Conrad next.

Just as Conrad moves through the hatch to the outside, there is deafening crack which sends shockwaves through the water. McAlister spins around to see - THE SHARK COMING STRAIGHT AT HER, tail thrusting powerfully, jaws falling open.

(CONTINUED)

CONTINUED: (3)

She swings into the hatch and descends, letting the hatch fall shut behind her just as the shark rams it with a reverberating clang.

Outside, McAlister glides out of the wet-entry, looking across as Conrad pulls his and Kerns' pull-cords, their life jackets inflating quickly, pulling them upward. McAlister pulls her cord, causing an immediate, rapid ascent.

She snags almost immediately on some cable and debris which drifts in the water. As she twists herself free she sees --

A SPEARGUN floating amidst the debris - powerhead spear unfired. McAlister begins to grab for it but freezes as she sees that A HAND STILL GRASPS THE GRIP - A HAND WITH BLUISH-WHITE SKIN. The wetsuit on the arm is orange and black - IT'S WES' ARM.

McAlister's eyes widen as she looks up the arm - it's severed at the shoulder.

She freaks and pushes off, continuing her ascent.

ABOVE WATER

McAlister breaks the surface flailing and coughing. A hand comes out of nowhere and pulls her upward - Conrad swings her onto the barely floating platform.

CONRAD
You okay?

MC ALISTER
(barely)
Yeah... yeah.

CONRAD
Stay back from the edge.

Kerns sits beside her, catching his breath. A steady rain falls from a dark grey sky, swirling gusts of wind make it seem sub-zero. McAlister pulls herself to her feet. She and Conrad look around them in silent, stunned disbelief - IT IS COMPLETE AND TOTAL DEVASTATION.

Only the roof of Conrad's demolished boat is visible. The broken and battered walkways that still float will slip below the surface within an hour. Major platforms and

CONTINUED: (4)

structures on them have been burned to non-existence. Tyler's boat has been burned to the waterline.

The platform they are on creaks and groans loudly. Though it is the largest platform still afloat at around fifteen feet square, it is slowly but surely sinking. Kerns has begun to mutter to himself.

KERNS
(a madman's smile)
Oh shit. We're done.

Conrad and McAlister glance at each other - he may be right.

CUT TO:

INT. OUTER PASSAGEWAYS

This is an area of the facility that is still under construction. Tyler leads his group down the corridor - they are basically half-swimming now.

JANICE
It's down here.

Tyler nods - a little ray of hope. There is a groan from behind them. He turns back to see Franklin - he's stopped about twenty feet back. They move back to him.

TYLER
It's not much further. Come on.

FRANKLIN
(completely exhausted)
I can't do it...

Tyler looks back around the corner they just turned and looks down the long corridor.

SHADOWS - moving up the passageway toward them - each splintering off in turn as a room or cross-corridor appears - Methodical.

Tyler stares at this - stunned by the sight. His eyes dart around - falling on a FIRE EXTINGUISHER and EMERGENCY CABINET hanging on the wall.

(CONTINUED)

CONTINUED:

TYLER
(an urgent whisper)
Janice - take him to the ladderwell. I'm going to try to divert them.

Janice takes Franklin by the arm, begins helping him quickly toward the distant ladderwell.

Tyler grabs the fire extinguisher and opens the cabinet - grabbing a life-vest. He drapes the life-vest around the extinguisher and pulls the pin and trigger - jams it on with tape. Foam shoots out into the water, causing the floating extinguisher to swirl about in the water.

Tyler moves down a little and hurls the device across the passageway and into the opposite corridor. It lands twenty feet along it and begins thrashing around violently. He turns back to see --

THE SHARKS emerging from rooms further down, heading back up the passageway - honing in on the thrashing object down the opposite corridor. They're going for it.

Tyler begins moving quickly towards the ladderwell. He turns to look back and SUDDENLY FREEZES --

A SHARK - head has just broken above the waterline. Just beyond arm's length away. It just stares at him.

TYLER watches it, paralyzed. A beat passes. Just watching each other. The shark hovers in the water, slowly drifting sideways. It snaps at the water lapping at its upper jaw.

Tyler slowly, carefully lowers his hand to his back pocket, pulling --

A FLARE. He snaps off its cap with his thumb and it sparks to life. He thrusts it at the shark and it backs away - spooked by the bright, fiery object. Tyler begins backing towards the ladderwell.

The shark begins to follow cautiously, Tyler holding it back with the glowing flare. But it's burning down fast and the shark is gaining confidence - growing less afraid of it.

Tyler takes a quick glance at the ladderwell - too far to make a break. He looks around, searching. Beside him --

(CONTINUED)

CONTINUED: (2)

A SHELF - runs the length of the corridor, just below the surface. It holds light construction materials - paint cans, tools, etc. Tyler scans it - eyes quickly focussing on a gallon container of paint thinner.

Tyler jabs the flare at the shark, sending it arcing away. He lunges for the shelf - grabbing the paint thinner, quickly un-screwing the cap with one hand.

He continues to back towards the ladderwell, squirting the paint thinner into the water all around him.

Tyler looks up to see the shark arcing around toward him, accelerating itself rapidly. He glances down at the flare - IT'S ALMOST OUT.

TYLER QUICKLY PLUNGES THE FLARE INTO THE SWIRLING CLOUD OF PAINT THINNER and dives below the surface. The water instantly erupts in a blaze of fire - sending the shark reeling away, tail thrashing wildly to escape the flash of heat.

Tyler jets through the water, cheeks ballooned out with a held breath, the brilliant orange glow lighting up the water behind him. He lunges into the ladderwell just as the glow subsides and slams the hatch door shut behind him.

CUT TO:

EXT. FLOATING PLATFORM - ABOVE WATER

Franklin stares out at the wreckage around him. The large platform that he stands on is four inches below water and lists badly. He seems delirious, simply shaking his head slowly, beginning to sob quietly.

Janice emerges from the ladderwell and onto the platform. She is shaking visibly, her face streaked with tears and rain. She turns to look across at --

McALISTER - the platform she, Conrad and Kerns are on is about forty feet away.

JANICE
I can't see him! He should have been right behind us! What are we going to do?

(CONTINUED)

CONTINUED:

McAlister yells from the other platform.

MC ALISTER
Go down again!

Janice just stares back - she can't do this. It's then that she hears a groan from behind her --

TYLER pulls himself up onto the platform - Janice instantly spinning to help him up - elation in her eyes. Even Franklin seems renewed.

Tyler rises and takes a look around. He had hoped - prayed - for it to be better above water. Now the sight is one of total and absolute hopelessness.

MC ALISTER
Tyler!

He turns to see McAlister and her group on the other platform. A small exhale. They share a look of mutual relief - they are both alive. He waves back to her.

As Franklin makes a move toward Tyler, the entire platform creaks and begins to tip. Franklin loses his balance and almost falls in.

TYLER
Get back! Get back here!

They quickly move back to the center of the platform.

Tyler runs his hand through his saturated hair. He's completely exhausted and shivering. The nightmare continues. He turns toward the others on their platform.

TYLER
We're sinking fast. We have to get off this platform!

ON McALISTER'S PLATFORM

McAlister looks around their platform. Equipment and cable litter the water all around it, clumps of it only a few feet away. She glances up and across at the steel poles which jut vertically above both platforms.

MC ALISTER
Conrad - I'm going to need your help.

CUT TO:

INT. UNDERWATER FACILITY - PASSAGEWAY--

Whitlock is swimming weakly along the corridor. The waterline is only six inches from the ceiling now. He's weakened considerably now, holding the speargun pistol limply in front of him.

He approaches a doorway, checks where he is. A sign just below water reads "Main Lab"

WHITLOCK
(out of breath)
This...it. Made it.

He dives down toward the door, unlocking it with the key.

INT. MAIN LAB

Whitlock resurfaces, gulping in the air. He swims forward to where the top of an industrial cabinet juts above the waterline. He pulls at the doors - finally they give way.

He reaches in, struggling to pull out a heavy metal box. He lifts it to the top of the cabinet and we see the stencilled word on its side - 'EXPLOSIVES'. Whitlock smiles.

He takes a moment's rest then turns for the door. And suddenly freezes - eyes almost bugging out of his head.

A SHARK STARES BACK AT HIM. A beat later - Whitlock relaxes again. The shark's midsection has been cut away - it is the partially dissected shark - drifted up and out of its formaldehyde tank. It hangs in the water, floating just at the waterline.

He chuckles, somewhat delirious - catching his breath..

WHITLOCK
Shit... Got to... get SCUBA gear...

He dives down and swims through the doorway, box and speargun in hand.

CUT TO:

EXT. TYLER'S PLATFORM ---

One side of the small platform has now sunk just below the surface now. Franklin and Janice crouch at the higher end, shivering in the rain. Tyler stares down at the sinking end then glances across to McAlister's platform.

On the other platform, Conrad and McAlister have retrieved several lengths of rope and slip knotted them together, thinner gauges to the front, thicker to the back.

A heavy Cleat has been tied to the thin end. Conrad rises with it. McAlister and Kerns step back, taking cover.

Tyler watches from the other platform as Conrad begins swinging the thin rope around above his head, the cleat acting as the weight. After a few wide turns, he lets it fly with a powerful swing, almost overbalancing.

The cleat sails toward Tyler's platform, carrying the rope with it. But it is going to fall short.

Tyler eyes the water around the platform. He takes a beat to psyche himself. Then dives into the water just as the cleat splashes down.

He swims with everything he's got, pouring it on. He grabs the cleat before it can sink and then turns around, heart almost beating out through his chest. McAlister watches silently, willing him back. And then --

HE MAKES IT. Tyler pulls himself up onto the platform, rolling to its center. He lets out a relieved rush of air -looks down at the rope in his hand, starts pulling it in.

CUT TO:

EXT. TYLER'S PLATFORM

Tyler clings to the top of the ten foot high pole. He loops the thick rope through the hole at the top of the pole, tying it off securely.

Over on McAlister's platform, Conrad wraps the rope around the high pole above that platform and pulls it in tight. Then tighter. He ties it off. Checks it.

CONRAD

Ready!

CONTINUED:

A tight rope spans the forty feet between the platforms, eight feet above the water surface. Tyler turns to Janice.

TYLER
You're first.

The thought almost takes the wind out of her, but she steels herself. Tyler gives her a leg up onto the slick rope. She swings her legs up and around it and begins to move out. She glances down at the water below her as she continues on. She's scared, but handling it.

Tyler watches her as she moves along, a tingling fear keeping him on edge. After a few slips toward the other side, she makes it. Conrad and McAlister help her down onto their platform.

Tyler turns back to Franklin - he isn't up for this. He's out of shape and shivering in the cold. He rises slowly and moves to the base of the post.

TYLER
You going to be okay out there?

Franklin just nods, doesn't seem all there. Just wants this over with. Tyler lifts him up to the rope and he grasps it. He tries to get his legs up around the rope but misses. Gets it on the second try.

He begins to slowly move out. About ten feet out, there is movement in the water below him.

FOUR FINS break through the surface swells at the same time. Franklin looks down and his body tenses sharply, one of his feet slipping from the rope. He struggles, near panic, trying to bring his leg back up and around the rope.

TYLER
Take it easy! Don't look down!
Don't look down!

Franklin closes his eyes, trying to calm himself. His breathing is becoming strained. He gives his leg another swing and finally manages to hook it around again.

TYLER
Okay, now just move along slow. Focus on the rope. Take it one foot at a time.

(CONTINUED)

CONTINUED: (2)

Tyler looks beyond Franklin - another shark has arrived, its eye skimming the surface at a distance, assessing the situation.

Franklin still has his eyes closed, moving along slowly. He's mumbling to himself.

FRANKLIN
One foot...time. One foot...

But his arms are getting tired. He's about halfway across when he stops. He just clings to the rope. Opens his eyes. And looks down.

Tyler watches as a group of four large sharks cruise directly below the rope. Franklin is in a state of shock - unwilling - unable to move.

Tyler glances back down at the water and sees a dark shape rocketing in a strange, sweeping arc toward Franklin. Tyler just stares - uncertain what's happening until --

THE SHARK explodes upward - ITS ENTIRE BODY CLEARING THE WATER AND JETTING UP TOWARD FRANKLIN.

Its body arcs backward as it reaches the zenith of the jump, trying to knock Franklin from the rope - missing him by less than a foot. Franklin lets out a hysterical scream as the shark falls back down into the water.

Tyler watches absolutely stunned - not believing what he just witnessed. He looks up at Franklin - realizes he can't pull himself back up. And can't hold on much longer.

Franklin's face is tormented, he's sobbing. Cold, weak, giving up. His body is shaking uncontrollably. He begins to say something when suddenly -- Another shark rockets upward from the other side.

THIS ONE FINDS ITS MARK - broadsiding Franklin hard with the side of its snout. The force of the blow knocks him from the rope - his body slumps downward.

Everyone just watches the fall in stunned silence. Franklin plunges into the water, surfacing immediately, scanning all around him with wild eyes.

(CONTINUED)

CONTINUED: (3)

MC ALISTER ---
Stay still! Just tread water.
Don't make any sudden moves.

Tyler is already a third of the way out there - skidding down the rope, hand over hand. Eyes locked on the struggling figure in the water ahead.

Franklin moves slowly, arms flailing. He's weak, disoriented. But nothing moves in the water around him - hope beginning to return to his eyes. A figure suddenly looms directly above him --

Tyler hangs from the rope, arm outstretched downward toward Franklin. McAlister, Janice and Kerns watch with rapt intensity - this might just work. McAlister scans the water all around Franklin.

MC ALISTER
Hurry, Tyler!

TYLER
(down to Franklin)
Take my hand!

A voice calls out from above McAlister's platform.

CONRAD
Tyler! The rope won't hold both of you! You'll both die!

Tyler looks across at Conrad - he's at the top of the pole on McAlister's platform. He points to the flares protruding from Tyler's belt.

CONRAD
The flares! We need you! The rope will break! We need the flares, Tyler! Don't do it!

Tyler ignores him, reaches maximum extension downward. Franklin looks up, extends a feeble, shaking hand upward. They are about to connect hands when the rope begins to shudder violently.

Tyler almost loses his balance, turning back up to the rope to gain a better grip. He looks back to McAlister's platform.

(CONTINUED)

CONTINUED: (4)

Conrad shakes the rope with everything he's got. A grim determination in his eyes. He's losing it. McAlister and Janice quickly pull him down from the rope.

Tyler has no time to process this. He turns back down toward Franklin just in time to see A HUGE DARK SHAPE moving up below Franklin. Getting larger. Tyler's jaw drops as he sees it.

Franklin is still looking up at Tyler, and sees his reaction. And knows exactly what it means.

The huge shark's jaws suddenly loom into view just below Franklin, enveloping him like a net. Tyler watches the surreal, grotesque moment in slow motion from just six feet above.

The gaping jaws thrust upward past Franklin's shoulders and head. His face disappears down the pinkish gullet in a turbulent mixture of seawater and his own blood. The jagged-tooth lined jaws pulse shut with crushing force.

The shark retreats downward, leaving only a swirl of red in its wake. Other sharks dart across under the rope then dive, all disappearing.

Tyler just hangs there a beat, emotionally and physically drained. He looks across at Conrad, and begins to travel along the rope quickly.

McALISTER'S PLATFORM

Tyler jumps from the rope. He rushes at Conrad, grabbing him by the front of his shirt.

TYLER
You pathetic coward.

CONRAD
I just saved all of our lives. The rope would have broke. The flares would have been lost.

TYLER
You just saved <u>yourself</u>.

Tyler releases him with a shove. The platform groans slightly with the shift in weight. McAlister pushes herself between them.

(CONTINUED)

CONTINUED: (5)

MC ALISTER
Stop it! This platform is sinking!

Tyler and Conrad look away, letting off steam. Both realizing where they are again.

MC ALISTER
And when it does, we're done. We have to do something!

As she finishes saying it, the situation's gravity fully sinks into her as well.

KERNS
Do what? There's nothing we can do. We're finished!

The group stands silently for a long beat.

JANICE
(pointing)
There's a small observation pen about a hundered yards over there - it has a manual latch gate. We could swim for it then close the gate - we'd be safe in there.

KERNS
Swim for it?! You saw how fast these things are. We'd all end up like Franklin. Fish bait! We have no boats, no equipment. Nothing!

Tyler and McAlister move across at a half crushed storage rack at the edge of their platform. It's basically empty.

TYLER
Shit. Two tanks but only one set of regulators. We don't even have a mask or fins.

One of the tanks is Tyler's. As they lift out the equipment and turn back to the others, McAlister stops - deep in thought. And then it hits her --

MC ALISTER
(to Janice)
In the video footage of Whitlock's experiments, he used some sort of electronic device to draw them in to feed. It was like a magnet.

(CONTINUED)

CONTINUED: (6)

JANICE
Pulsers. He used 25 Hz electronic pulsers.
(realizing what McAlister's plan is)
But I don't know whether they'll still respond to them. Its been a few months since he last used them.

MC ALISTER
It's a learned response. Like Pavlov's dogs... its like a subliminal dinner bell. Irresistible.

Tyler watches her a minute, thinking it through.

MC ALISTER
Where... are they kept?

Janice points to a BASIC DIAGRAM OF THE PENS AND OTHER LOCKERS secured on the the locker's lid.

JANICE
(pointing to the layout)
There's a wet locker in the examination area - just over here by this fenceline, about forty feet from this platform. There's some SCUBA gear in there as well - and spearguns.

MC ALISTER
If we can get the pulsers, we can draw them away from us - and give enough time to swim over to the pen and close ourselves in.

The group takes this in. McAlister stares down.

MC ALISTER
It's our only hope of making it. But it's through forty feet of open water.

Tyler turns back to the locker. Another hand reaches in to grab the tank before he can. He looks up - it's Conrad.

CONTINUED: (7)

CONRAD
I'm going.

Tyler considers this a beat, but Conrad is already pulling on the equipment, checking it.

CONRAD
Get me those lines - I'll swim them over to the locker. Save me shuttling gear back and forth.

Conrad ties the end of the two lines to his waist - handing the wound lengths of rope to Tyler. There is a beat between them.

CONRAD
One tug to say I'm there. Two tugs to say the equipment's ready to go. The first rope'll be the SCUBA gear the second rope will be me with the pulsers... And do me favor - pull the second rope in quick.

Tyler nods. He locks eyes with Conrad - a moment.

TYLER
Good luck, Conrad.

Conrad takes in a deep breath, scanning the water. Puts in his mouthpiece. And dives in.

He disappears into the murky water - the whole group tensing slightly. Tyler feeds out the lines - Janice and Kerns hold the ends. After a few long, tense beats there is a single tug on the line. A collective sigh of relief passes through the group.

Another couple of tense beats pass, then there are two tugs on the first rope. Tyler, McAlister and Janice quickly begin pulling it in.

A bundle of equipment emerges from the water including two scuba tanks and... spearguns - Tyler quickly pulling them onto the platform.

JANICE
He did it!

The outlook is seeming more hopeful now - Janice and McAlister beaming. Tyler begins untying the equipment - he's still edgy, glancing down at the water.

(CONTINUED)

CONTINUED: (8)

TYLER
Hurry up, Conrad.

Kerns is on the other side of the platform - holding the end of the other rope. Something on the far side of the platform catches his eye. He looks across at the object.

His CAMERA BAG floats on the surface of the water amidst a blanket of other debris. The bag is a water-proof sport type - contents probably still intact.

Kerns looks back at the others, then at his bag. Glances around at water beyond the platform's edge. Nothing. Then back out to his still-sealed bag.

KERNS
(to himself)
Five thousand bucks worth.

He ties off the end of the rope he holds and grabs a broken wooden stanchion and moves to the edge of the platform. Looks down into the cloudy green water - still nothing.

He leans out over the edge, extending the pole as far as he can get it. The tip of the pole just barely connects with the bag. He pulls back on the pole, and the bag begins to drift his way.

The bag drifts to within his grasp - he drops the pole and reaches out, grabbing the bag. As he does, his eyes fall to the water directly below his face.

A LARGE CIRCLE OF JAGGED WHITE TRIANGLES accelerates up at him. AN OPEN MOUTH. Wide open and almost on him. Kerns' eyes almost bug out of his head.

Tyler stands and turns back, seeing Kerns - the look on his face. He leaps straight into action - lunging forward and grabbing Kerns by the collar, pulling him back. They both fall backward, Kerns landing a few feet back from the edge. A rush of relief until --

THE SHARK pierces the surface with a huge splash and keeps on coming. It slams onto the sinking deck with a loud, crushing thud. The whole platform tilts wildly. Everyone tumbles to the deck, sliding toward the edge. The huge shark chomps onto Kerns' flailing leg and begins to slide back into the water with him.

(CONTINUED)

CONTINUED: (9)

TYLER is sliding down the tilted platform headed for the water right behind Kerns - but he has something in his hands. A speargun - and he's loading and strapping it in one motion. He raises it to his shoulder as he hits the water.

He lands beyond Kerns, taking aim at the part of the shark's body still above the water. The powerhead spear rockets from its rubber straps and slams into the shark.

BOOM! - The 12 gauge shotgun cartridge inside the powerhead discharges straight into the shark. It instantly releases Kerns then rolls over slowly and spirals downward, dead.

Tyler reaches out and grabs Kerns, pulling him back up onto the platform. He spins back to Janice who mans the rope line to Conrad. She yells back - tension etching her face.

JANICE
Nothing yet.

Tyler - nerves shot to hell - moves over and takes the rope from her.

EXT. WET LOCKER AREA - UNDERWATER - CONTINUOUS ACTION

Conrad finally manages to pry open the badly corroded latch on the wet locker marked "PULSERS." He's about to grab the case of pulsers when --

A SHADOW passes at the far end of the area and quickly disappears.

Conrad senses something - turns to look. Sees nothing. Turns back to the cabinet and grabs the pulsers - straps them to his waist.

EXT. PLATFORM - CONTINUOUS ACTION

TWO TUGS ON THE ROPE. Tyler and McAlister begin furiously pulling it in. Suddenly --

The rope jolts powerfully against their pull - stopping dead. A beat - both leaning into it harder. McAlister turns to Tyler - another beat. Then --

THE ROPE IS POWERFULLY PULLED FROM THEIR HANDS, WHIPPING INTO THE WATER. They both fall backwards - having to let go of the rope or be pulled in with it.

(CONTINUED)

CONTINUED:

Before they have time to process this, Tyler turns quickly and realizes that THE ROPE IS TIED TO THE PLATFORM. He rushes toward it but it's too late - the rope snaps taut, pulling the platform down into the water.

Tyler tries frantically to free the rope, smashing it repeatedly with the stock end of a speargun. The rope frays. The platform groans, angling sharply into the water. Tyler brings the speargun down with all his strength and finally, the rope snaps.

The platform slowly rights itself. There is a long moment of stunned silence - they know it was Conrad on the other end of that line. Janice begins to cry softly. They are all drenched, shivering cold. Physically and emotionally defeated. All hope now gone.

KERNS
Oh God. No. No.

In the water in front of Tyler, a large shark appears from the direction of the wet locker and glides by - a fresh, spiralling trail of red still following it.

Tyler notices the small plastic tag on its dorsal fin: IT IS A RED TAG. The huge shark that killed Hughes - and almost killed he and McAlister earlier. Tyler watches it as it seems to watch him - cold, without emotion. Empty stares. Simply predator and prey.

RED TAG - skims by then drops below the surface, cruising back toward the outer paddocks. Other sharks turn and follow it.

Tyler watches it go. He stares off - an empty, glazed stare masking the raging torrent of emotions inside. The whole platform is about six inches under water now.

KERNS
It won't be long now.

CUT TO:

EXT. UNDERWATER PENS

A TAG LOCATOR DEVICE - several blips dart around the outer perimiter of the locator's grid.

A figure moves out along a fence-line, hugging its base, moving quickly but carefully - IT IS WHITLOCK. He is in

(CONTINUED)

CONTINUED:

full SCUBA gear. He continuously monitors the Tag Locator, eyes scanning all around.

Up ahead he spots his destination - THE MAIN GATE, it's heavy gauge reinforced mesh gates locked securely.

Whitlock begins to move toward it when suddenly he stops, not moving an inch, not even breathing. On the Tag Locator Device --

A SINGLE BLIP, moving into the center area of the grid.

Whitlock remains frozen, only his eyes move, coolly watching the blip approach the center of the screen.

A SILHOUETTE materializes - the huge shark approaching. Whitlock lies motionless against a darkened fence juncture - breath held - eyes locked on the shark. It cruises by - didn't even see him. It disappears from view - Whitlock's eyes returning to the locator.

The blip moves out of the area and Whitlock lets out a long, controlled breath, trying to keep the bubbles pouring from his regulator to a minimum.

He moves quickly to the main gate, pulling a small UNDERWATER CHARGE from a net bag at his waist.

He sets the TIMER DEVICE then heads back towards the facility.

CUT TO:

EXT. FLOATING PLATFORM

Tyler looks down at the platform - with all of them on it, it's technically no longer afloat. The whole thing rolls around in the passing swells.

He and McAlister are at the equipment locker, throwing all non-essential items into the water. Tyler kicks at the locker, trying to dislodge it. Finally it breaks free and he kicks it over the side.

TYLER
Everybody, move away from side, we've got to try and keep this thing stable.

CONTINUED:

Janice helps Kerns up the platform, then re-tends his roughly bandaged wound.

Above, lightning flashes across the dark grey/black sky. The wind is howling. McAlister looks scared now. Really scared. Fatigue, hypothermia beginning to take effect.

MC ALISTER
But we made it this far... We're not going to make it, are we?

She is shivering badly and beginning to break down and cry. She bites her lip. Holding it in. A mixture of anger, frustration and numbing fear.

Tyler sees it - watches her a beat. He turns back down to the pile of equipment - on top is his tank, his stencilled name facing up. He stares at it a long beat - something changing in his eyes - A determination.

MC ALISTER
(barely audible)
We're going to die here...

Tyler rises from the equipment - moves to her. Tries to gain eye contact.

TYLER
Listen. Listen to me.

She looks back at him. Into his eyes.

TYLER
I need you to stick with me here. Okay?
(a beat)
We're gonna make it... We will.

Tyler's face shows clearly that these aren't just consoling words - he means it. And this seems to be getting through to her, bringing her back.

After a long beat, he takes a step back. Quickly scans the layout.

TYLER
Janice - there must be more pulsers stored in the facility.

CONTINUED: (2)

JANICE
(nods)
Down in the main wet entry room.

MC ALISTER
You can't go all the way down there. It's too far through open water.

Tyler examines the diagram of the facility.

[this "map scene" will clarify the geography for the upcoming underwater sequences.]

TYLER
(pointing to the diagram)
The mesh tunnel maze - the one from the videotape, is right below us - here. It empties right in front of the ladderwells. I should be safe most of the way down into the facility. I'm going to get down to those pulsers and turn them all on outside the main compound - draw them over there long enough for you to get to that pen and shut yourselves off from the sharks.

JANICE
But... as soon as you switch them on. They're going to come running - straight at you.

McAlister looks across at Tyler.

TYLER
You just worry about getting to that pen. I'll be right behind you.

Tyler moves to the SCUBA gear and begins to pull it on. McAlister follows and helps him with it.

As Tyler moves to pick up the tank, he notices the Navy lettering and his name stencilled on the tank. He stares at it a long beat, takes in an unsteady breath.

McAlister notices it and Tyler notices McAlister. They hold on each other's gaze for a long beat - a moment of

CONTINUED: (3)

understanding. He stands, pulling on his tank, cautiously scanning the water all around.

JANICE
There are gates every twenty feet inside the maze - each has a shape on it. The white circle is the way through. You should be safe from them inside the maze...
(a beat)
...but get out of there as soon as you can.

Tyler nods and pulls on his mask. He punches the digital stop watch on his chronograph.

TYLER
Let's sync up. Give me twenty minutes to activate the pulsers, then swim for that pen and lock it up tight. I'll get back as soon as I can...

McAlister hands him a speargun. He looks back at her a moment. This could be a farewell but neither of them acknowledge it.

MC ALISTER
Good luck Tyler.

He turns away, loading his speargun. He scans the water for a beat. Then leaps in. McAlister watches with a stony face.

BELOW WATER

Tyler hits the water already kicking. Straight toward the MESH TUNNEL MAZE - through open water.

He slams into the first entry gate, fumbling for the shape-coded push pad - white circle. Tyler punches it, not daring to turn around. The hatch swings open and he glides quickly inside, the spring loaded gate swinging closed behind him. He takes a beat to settle his nerves.

INT. MESH TUNNEL MAZE

He looks down the tunnel. It's five feet square and recedes off into the green murky water. Tyler looks up through the mesh - the shimmering outline of McAlister visible through the water. Watches her a beat.

CONTINUED:

He checks his speargun and heads off toward the next gate juncture - a black triangle on one, white circle on the other. He goes for the circle.

EXT. PLATFORM

McAlister looks down into the water. A cloud of bubbles rises up twenty feet further along from the first gate - he made it. A sigh of relief. She turns back toward the others, a small glimmer of hope in her eyes. Janice looks back at her, hopeful.

McAlister looks around - the platform they are on is the last large object left above water. It groans, the edge slipping below water another few inches. Her glimmer of hope has already faded.

INT. MESH TUNNEL MAZE

Tyler pours on the speed, kicking fast and fluid. He punches another white circular push pad and passes through the gate. He rounds a corner and cruises to a stop - a moment's rest. He glances out at the waters surrounding the Transfer tunnel.

OUTSIDE THE MESH - a dark shape has appeared and cruises just outside of clear visual range. A blurry but unmistakable silhouette.

Tyler's eyes widen inside his face mask. He scans the water in other directions outside the maze - nothing visible. Calms a little.

Until he hears something - a distant clanking sound echoes through the water. Then a long beat of silence. Another clang - this time closer. As another clang resounds louder, Tyler realizes what the sound is --

GATES - opening and closing. <u>In the maze behind him</u>.

Tyler glances behind him - adrenalin beginning to pump - nothing visible in the murky water behind. The sound of the maze gates opening and closing seems to echo all around him now.

Tyler takes off swimming - bubbles blasting from his mouthpiece. He slams through gate after gate until he suddenly pulls himself to a halt.

CONTINUED:

In the tunnel running parallel to the one he is in, a shark darts into view. It hovers briefly before exploding into action, disappearing down the tunnel and through a gate.

It's then that Tyler glances around him - dark, ghostly silhouettes dart in and out of visual range in tunnels all around.

A LOUD CLANG behind him. Inside the tunnel he is in. Tyler looks down at his speargun - only one powerhead. He glances ahead - he is approaching the center of the maze. The gates are now every ten feet leading to a reward hook - the remnants of a fish carcass hangs off it.

Tyler thinks a beat then grabs the two metal shapes off the gate's push pads - swapping them. "White Circle" now leads away from the maze center instead of toward it. Tyler pushes through the now incorrectly marked path, pushing through another few gates to the maze center.

He glances at what is beyond - a few zig-zagging tunnel lengths, then the maze ends in open water. Tyler halts at the last gate and looks back through several layers of tunnel mesh to the gate where he swapped the symbols. His eyes widen a little as he sees --

A SHARK - glides into the major junction where Tyler swapped the shape symbols. It is about to slam into the white circle pad when it stops - circling inside the junction slowly.

TYLER watches, hidden a few gates ahead - willing it to choose the "wrong" symbol it has chosen a hundred times before for the fish reward.

THE SHARK - It seems to sense something different in the direction of tunnel ahead of where the white circle has been placed. It circles once more then EXPLODES THROUGH THE BLACK CIRCLE GATE - the direction Tyler took.

Tyler leaps into action - fins pumping away, making a bee-line for the maze exit. He glances back - he's still four gates ahead of it. He punches through the maze's last gate and it slams closed behind him. He's making a run for the end of the tunnel when he sees it --

Another shark entering the tunnel from the outside - heading straight for Tyler. Tyler glances down again - one powerhead and now TWO sharks.

CONTINUED: (2)

The second Shark hasn't seen him yet. Tyler withdraws back around the corner and turns, pouring on the steam like never before. A human outboard motor - back to the last gate.

He reaches through the mesh, trying reach the push pad on the other side. If he can get behind the gate, the shark won't be able to follow - the gate only opens from the one side.

TYLER'S HAND - it's just short of the push pad on the other side, even at maximum extension. He glances through the mesh gate and a wave of adrenalin almost overwhelms him. The first shark that was trailing him is now only two gates away - it sees Tyler and pours it on.

Tyler turns and begins to swim forward again, but the second shark emerges from around the corner. And sees him. Tyler spins back. The first shark explodes through the last gate - hurtling at him like a locomotive, gaining speed. Tyler bolts up his speargun. Takes careful aim.

With the shark less than fifteen feet away and gaining fast, he pulls the trigger. NOTHING HAPPENS. He snaps a look down at the gun. Safety lever. He flips the switch. Raises the speargun again. The shark is so close he's almost looking straight down its throat.

He fires. The powerhead impacts and discharges a millisecond later. The shark careens away, slamming hard into the mesh tunnel wall. Coming to a halt, body-rolling belly up.

TYLER - relief. Until he remembers the second shark. He spins back to see it beginning its run at him. He looks down at his speargun, useful now only as a prod. He glances all around, out of options. Until he sees --

A HATCH - on the top of the maze tunnel segment between him and the oncoming shark. A split second decision. And - he swims for it. Toward the oncoming shark.

Everything he's got left is thrown into his fins. Tyler grabs onto the hatch bolt and gives it a superhuman pull which almost breaks its welds. He pushes upward, the hatch swinging outward with a dull grind.

Tyler lunges up through the small hatch as a massive pair of jaws snap shut just below him. He watches the shark pass below him. He is about to slam the hatch shut when he realizes he's outside.

(CONTINUED)

CONTINUED: (3)

There is movement directly above him. He looks up to see TWO SILHOUETTES turning to begin a dive straight down at him.

He glances down at the shark in the tunnel below. It is well past the hatch, attempting an awkward turn inside the tunnel. And not being very successful at it.

Tyler makes the decision immediately. He dives back through the hatch and down into the tunnel.

INSIDE THE TUNNEL

The shark sees him now and is squirming and thrashing about violently, desperately trying to turn itself around. But its fourteen foot length simply can't make the turn in the five foot wide tunnel. The shark gives a huge thrash of its tail then gives up.

Tyler continues on.

CUT TO:

EXT. PLATFORM - ABOVE WATER

McAlister stands watch - speargun in hand.

She turns and moves back to sit down next to Janice and Kerns. Kerns seems half asleep, out of it.

Janice is bandaging his wounds. She stares out at the endless stormy horizon. The wind howls, rain still falling. It is a looming, foreboding sight.

JANICE
I used to think the ocean was a fascinating place. Now it's just...frightening.

MC ALISTER
It can be. Like most things in nature. But these animals - there's nothing 'natural' about them. We think we can manipulate and use nature any way we want. But you change one aspect, and you have no idea or control over what else might change - or how that will affect the larger system.
(a beat)

(MORE)

(CONTINUED)

CONTINUED:

MC ALISTER (cont'd)
Nature is fascinating. But you'd better respect it.

Janice considers this turning away, staring off.

JANICE
What if Tyler doesn't make it?

McAlister watches her a moment. But has no response. She checks her watch -- twelve minutes left.

MC ALISTER
(to herself)
Come on, Tyler.

CUT TO:

INT. MESH TUNNEL MAZE

Tyler moves quickly, legs pumping his fins. He punches another circular pad, the door springing open and allowing him through.

A LARGE GATED AREA of the mesh maze looms ahead. Tyler stops - the last gate which leads out of the maze and into open water. Beyond - the underwater facility.

Tyler scans the water above and all around the maze - nothing moves. He reaches for the last push pad, his heart racing. He waits a beat, psyching himself. He suddenly lunges through the gate and explodes downward.

He heads for the hazy outline of the flooded complex, straight for the crumbling ladderwell entry. He pulls himself inside and descends into the darkness.

INT. UNDERWATER FACILITY - PASSAGEWAY

He enters a darkened netherworld. The facility is now fully flooded. Corridors are clogged with debris which floats in the deathly-still environment.

Emergency lighting has faded to a dim glow, lightning offering brief flashes of illumination. It is an eerie, disturbing sight - Tyler walked these corridors just a few hours before.

He heads off down the passageway, trying to scan in all directions at once.

EXT. PLATFORM

McAlister and Janice stare down at the low end of the platform - it's more than a foot below water. They drag Kerns up further, but it's no good - it's going under.

McAlister glances at her watch - it's not time yet. The platform pops and groans loudly. And then begins to sink. McAlister grabs the scuba tank and slings it over her shoulder - picks up and loads the speargun.

MC ALISTER
We're going down to Conrad's boat!

KERNS
But he hasn't turned on the pulsers yet! They're still all around us!

MC ALISTER
We have no choice - we won't make it to the pen.

The entire platform is below water and sinking fast.

MC ALISTER
Come on!

They half fall, half jump into the water. They swim down quickly, McAlister towing Kerns with one hand, panning the speargun with the other.

They skim over the wrecked stern of Conrad's boat and bolt through a small open hatch into the main cabin.

INT. CONRAD'S SUNKEN BOAT - CONTINUOUS ACTION

Debris strewn everywhere - dark and eerie. McAlister swims right through the cabin, pedal to the metal - buddy-breathing with Janice and Kerns. McAlister slams through a forward door, bursting through to the next room. They slow a beat - somewhat comforted by the structure now around them.

Janice turns and looks up through the sunken boat's windshield and sees something on the other side of the glass - CONRAD. Or his upper torso at least - HE'S BEEN BITTEN IN HALF. His right arm outstretched, pointing a speargun - powerhead unfired. He never even got off a shot.

CONTINUED:

Janice screams - an explosion of bubbles. McAlister grabs Janice and Kerns and pulls them onward into the vessel. They move through a final doorway - entering a forward bunkroom. They stop - as far into the boat as they can go.

McAlister passes the mouthpiece to Kerns and Janice, both catching their breath, calming down. McAlister stares out a six inch wide crack in the wall to the water outside. She glances down at her watch - only five minutes to go.

INT. UNDERWATER FACILITY - PASSAGEWAY

Tyler checks his watch - under five minutes. He pours it on, barreling down the corridor.

He suddenly stops as a crackling sound comes over his mask's headset. He listens - a very faint sound has faded in amidst light static. It is the sound of breathing. Distant, slightly labored breathing. But the signal is getting stronger - closer.

Tyler continues on around a corner - the double doors of the main wet-entry room ahead. He pushes through them and enters the almost completely dark room.

INT. UNDERWATER FACILITY - MAIN WET-ENTRY ROOM

He moves to a cabinet along the far wall - it is marked "Electronics: PULSERS/LOCATORS." He opens the cabinet and his heart skips a beat -- It is empty.

He just stares at the empty cabinet, unsure what to do when the room suddenly brightens in a white xenon glow.

Tyler spins into the blinding light to see A SUBMERSIBLE has exploded to life on the other side of the room - and is accelerating towards.

Its claw extends and powerfully grasps Tyler by his BC, slamming him against the wall - almost knocking him unconscious. Tyler's stunned eyes finally turn forward and lock on the driver of the submersible --

WHITLOCK stares back at him - a slight, crazed grin on his face. Tyler struggles futilely against the powerful hydraulic arm.

(CONTINUED)

CONTINUED:

WHITLOCK
(into mic)
Good to see they haven't got you yet. It was getting a little lonely down here.

TYLER
There are sharks everywhere - you really think you're gonna make it out of this alive?

WHITLOCK
I am willing to sacrifice myself for their survival. And I guarantee you, Mr. Tyler, that I will last just long enough to make sure they have their freedom. The explosives on the main gate are counting down - and I have the ultrasonic pulsers to make sure they all make it out.

Tyler glances down at the net bag strapped to the side of Whitlock's submersible - it's filled with the pulsers connected to a main toggle switch. A Tag Locator device next to it.

WHITLOCK
I just thought I'd stick around to say our farewells.
(after a beat)
So... goodbye.

And with that Whitlock jams his submersible's props full throttle - it lurches forward. Tyler has no time to think - he twists in the claw's grip, at the same time pulling the quick-release clasps on his BC.

He manages to clear the path of the craft just as it grinds into the wall - he spins around it. Whitlock slams the vehicle into reverse and rotates, managing to catch the ankle of Tyler's wetsuit with the claw arm

He pulls Tyler back and hurls him around, slamming him into a huge equipment rack. Tyler is dazed - a huge crack across his face mask, blood running down his forehead.

Whitlock presses him firmly with the claw up against the rack - his hand moving to the throttle again. The submersible is about to begin the crushing run when Tyler's eyes glance down to--

(CONTINUED)

CONTINUED: (2)

THE PULSERS strapped to the side of Whitlock's submersible. Tyler's hand slowly, painfully extends to them - AND FLICKS THE TOGGLE SWITCH.

Instantly the intense, pulsing sound permeates the room - all the pulsers sounding in unison. Whitlock turns quickly.

WHITLOCK
No - You idiot! They'll all be drawn in here!

Whitlock's distraction gives Tyler the chance he needs - he pulls his knife and cuts the swath of wetsuit which the claw grips. He hooks the claw's end attachment to one of the equipment shelf's supports - locking it on.

He plunges down and away. Whitlock turns and sees Tyler's escape - he pulls back on the submersible's control stick and prepares to pursue, but the claw holds firm on the equipment rack pulling it downward --

The huge equipment rack comes arcing down on top of Whitlock's submersible - powerfully slamming it to the concrete floor, partially crushing it.

Tyler darts across the room to ANOTHER SUBMERSIBLE. He straps himself in, brings the craft to life and turns to find that --

The wet entry hatch is completely covered by the fallen equipment rack. He turns to the door - the submersible won't fit out the frame. NO WAY OUT.

Tyler looks up and sees - THE SKYLIGHT. He arcs the craft down toward Whitlock and scoops up the TAG LOCATOR DEVICE. Dozens of blibs rocket toward the center of the screen.

He puts the props into maximum rotation and jets upward - slamming into the glass. He descends ready for another try.

WHITLOCK has managed to open his pinned submersible's entry hatch and is easing his way out toward --

THE PULSERS which have landed on the floor about three feet away. He extends his hand toward the toggle switch, but stops short about a foot short.

(CONTINUED)

CONTINUED: (3)

He turns back toward his submersible to find that HIS FOOT IS PINNED INSIDE THE SUBMERSIBLE. He can't move forward any further.

He glances beyond the door - in the flooded corridor, DOZENS OF HUGE SILHOUETTES are rapidly moving up the corridor toward the wet entry room - homing in on the signal.

Tyler sees them too. His jets the submersible up one final time, this time SMASHING RIGHT THROUGH THE SKYLIGHT and out into open water.

Whitlock makes one final stretch at the pulsers - eight inches short. His eyes suddenly shift focus as he sees movement at the door.

TWO SHARKS explode into the room - heading straight at him. Whitlock just stares at the huge opening jaws - then presses his eyes closed.

EXT. UNDERWATER FACILITY - OUTSIDE MAIN WET-ENTRY

Tyler rights the craft. He looks back, nothing behind him. A wave of relief. He lets the craft hover for a moment - glances back at the main gate, then forward to where McAlister and the others should be. He decides - heads off towards the gate.

THE MAIN GATE - The explosives packed around the locking mechanism.

Tyler guns it - he has no idea how much time he has. He's closing the gap when movement on the Tag Locator Device catches his eye. All the sharks register inside the facility - except for one. RED TAG. <u>It's moving fast straight into the area where McAlister and the others are</u>.

Tyler spins the craft around in a powerful arc. Using the Locator as his guide he heads off at full speed.

EXT. CONRAD'S BOAT

<u>A view</u> seen through a hemispheric eye abundant in rods (brightness) but depleted in cones (color). <u>A condition common in most large fishes</u>.

The view is extremely wide angle, distorting everything in an elongated, anamorphic fashion. It is also extremely bright, details obscured before by the dim, gloomy water are now very clear - but almost black and white.

(CONTINUED)

CONTINUED:

IT IS A POINT OF VIEW - And it is beginning to accelerate toward the boat.

INT. CONRAD'S BOAT

McAlister, Janice and Kerns continue to buddy breathe. McAlister checks her watch - less than a minute. She holds it out to the others and they nod - ready.

A creak comes from outside the boat - the group all turn to one another - eyes scanning around.

Suddenly there is a bone-shuddering crunch. The entire boat shakes around violently, sending the group scrambling for handholds. Then silence. A terrifying, anticipating silence. McAlister raises the speargun, waiting.

They all just drift there in the near total darkness, not sure what to expect next. And then they watch in slow motion as the whole rear wall of the bunk area explodes in toward them, revealing --

RED TAG - its entire head juts through the gaping hole in the wall, partially stuck in the wood and metal framing. McAlister is thrown sideways, the powerhead discharging, exploding just above RED TAG'S head.

McAlister - just watches wide eyed, completely paralyzed by the surreal sight. They watch each other a short second. And then the huge shark begins thrashing around powerfully, trying to get free.

OUTSIDE

The enormous lobed tail protrudes from the sunken boat, swinging around wildly until it shakes itself free. RED TAG makes a wide, looping turn, preparing make its final run at the shattered boat, when we hear --

PROPELLERS - RED TAG turns, falling into the glare of HUGE SPOTLIGHTS.

THE SUBMERSIBLE IS HEADING STRAIGHT FOR THE GIANT SHARK. Red Tag turns and jets off to meet it - closing the gap until -- CRASH! It rams the craft, biting down on the forward panels and shaking it violently.

It's then that we notice that the craft is EMPTY, the throttle tied off with a shock cord.

INT. CONRAD'S BOAT - CONTINUOUS ACTION

Tyler plunges into the cabin - helps Janice out the gaping hole. He and McAlister pull Kerns from the cabin - all lunging out of the wrecked boat. McAlister, Kerns and Janice head off - making the dash toward the distant pen.

Tyler turns back to the boat's interior - grabbing two flare guns wedged in a rack and loading them. He pushes off over the side of the boat - scanning the area where Red Tag headed.

All he sees is the submersible - torn to pieces, slowly sinking downward - Red Tag nowhere to be seen. Tyler looks down at the Tag Locator Device - finds the red blip-

IT'S ROCKETING STRAIGHT TOWARD THE CENTER OF THE SCREEN. Tyler's wide eyes scan all around - in front, above, below - nothing. He turns back - just as the boat directly behind him suddenly jolts forward - rolling toward him.

Tyler has to lunge away to avoid the rolling hull. It's then that he sees the cause -- RED TAG explodes over the boat and down - straight at Tyler. He raises one of the flare guns - firing at the enormous opening jaws.

Like a torpedo, the flare blazes a trail straight into the shark's gaping mouth. The phosphorous ignites, the shark's inner body lighting up fluorescent red. The white hot core lodged in the lower jaw, burning away.

The shark arcs away, thrashing around, snapping its jaws, trying to dislodge the flare. It instantly disappears into the murky water.

Only then does Tyler realize that the heavy boat is falling - down at him. Headed downward to the underwater facility below - six tons of wood and steel.

Tyler lunges out of the way and clears the vessel's hulk seconds before it slams into the main complex upside down, shattering concrete and steel all around it.

GAS AND OXYGEN MAINS rupture in the crash - giant clouds of bubbles pouring from the gaping hole in the main complex below Tyler.

Tyler just hangs in the water a long beat, completely spent. Suddenly there is a muffled POP. He spins towards the sound directly behind him and sees --

CONTINUED:

THE MAIN GATE - torn off its hinges by the planted explosive. A huge section of the gate slowly sinks away, disappearing into the gloom - creating a gaping hole to the open ocean.

It's then that he sees RED TAG.

Its jaws and mouth blackened by the now dislodged flare. It's heading straight for him through the clouds of gas bubbles coming from the facility.

Tyler glances back at the destroyed main gate and then down at the Tag Locator Device. All the other sharks are still inside the interior passageways of the facility, circling around the pulsars.

Tyler raises the second flare gun. And it's all he's got. He levels it at the oncoming shark and then suddenly lowers his aim by forty-five degrees. And fires. And swims like the world's about to end right in front of him. We see why --

The flare rockets downward - straight into the huge, mixing clouds of gas and oxygen. There is a sudden, blinding white-yellow flash which blows out of every window of the facility and especially directly below...

RED TAG - An enormous swirling, glowing fireball explodes upward, ENGULFING THE HUGE SHARK.

TYLER - is about thirty feet further on when the shockwave hits him like a two-by-four across the back of the head. His mouthpiece is knocked from his mouth. Fighting to remain conscious, he begins to sink slowly, uncontrollably - spiralling downward until --

A FIGURE - appears above him, silhouetted by the dim daylight above - a descending angel.

McALISTER - swims down to him. She has no tank, her cheeks ballooned out with a held gulp of air. She grabs him around the chest and pulls him upward toward the surface.

EXT. ABOVE WATER

Tyler and McAlister break the surface, gasping their first breaths. Tyler coughs and splutters, swallowing the air in great gulps.

CONTINUED:

They just look at each other for a long, long beat -- Tyler's breathing beginning to return to normal. They break into wide, relieved smiles. Their smiles give way to a giddy, jubilant laugh.

MC ALISTER
(catching her breath)
I guess... we're even...

They embrace. After a long beat, they separate and McAlister helps Tyler pull off his tank.

MC ALISTER
We have to get you back to the pen. This is too heavy.

He looks down at the tank - the navy stencil and his painted last name on it. And lets it go. It sinks away. He watches as it disappears.

TYLER
Thank you.

MC ALISTER
(after a beat, with a smile)
Any time.

They begin the swim back over to where Janice and Kerns huddle in the water next to a fence.

CUT TO:

EXT. MARINE LABORATORY - AERIAL VIEW

A Coast Guard helicopter circles the devastation below, lowering a lifeline and cableman toward the huddled group. In the sky above, the first golden rays of late afternoon sunlight begin to break through the clouds.

We move down until we are --

BELOW WATER

looking up through the shimmering surface as the group are winched up to the hovering copter. We continue downward. Amid a cloud of slowly sinking debris we find...

CONTINUED:

THE TAG LOCATOR DEVICE - as a single red blip slowly moves across the screen. It is moving out... away from the facility.

We hold on the Locator box and slowly...

FADE OUT

THE END